

## Board Governance 101

**TAMMIE:**

Good afternoon everyone. Nora, can you let me know if you're there?



**Slide 1**

**NORA:**

I'm here.

**TAMMIE:**

Okay, just making sure. All right, we're going to go ahead and get started. Good afternoon, everyone. My name is Tammie Knights from the National Charter School Resource Center, and I'm pleased to welcome you to the webinar *Board Governance 101*. The resource center is funded by the Department of Education's Charter Schools Program and serves as a national center to provide resources, information, and technical assistance to support the successful planning, authorizing, implementation, and sustainability of high-quality charter schools. We also share evaluations on the effects of charter schools and disseminate information about successful practices in charter schools.

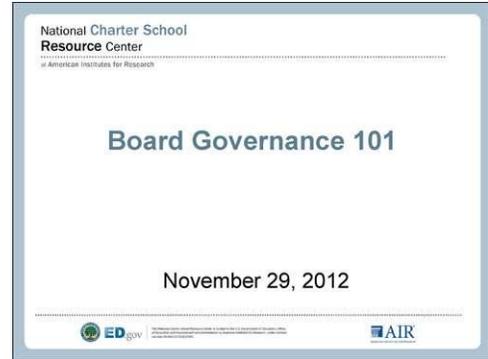


I wanted to quickly share some information with you about our webinar platform. You can listen to the audio portion either through your computer or over the phone. If you do join by phone, please mute your computer speakers to prevent an echo. If you are not prompted to enter your phone number, please dial the number that is listed in the chat. For any questions you have, please enter them in the chat throughout the webinar. As you can tell, we have quite a few participants, so we will do our best to answer questions as we go, but we will definitely get to many of the questions at the end of the presentation.

You will also find the PowerPoint to today's presentation under additional resources in the file share space directly below the chat. As a reminder, the webinar is being recorded, so to ensure audio quality, we have muted all of the participants.

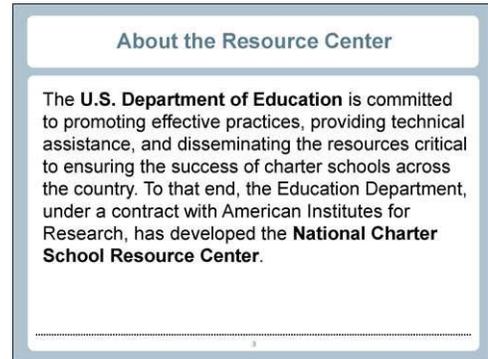
Today, you will be hearing from Nora Flood, senior vice president of school services of the Colorado League of Charter Schools. Some of her duties include overseeing the league's school service programs, including new school support, professional development, and member business services. She was the cofounder of the Classical Academy in Minneapolis, served as the head of school of Madison Country Day School, and most recently was the director of Sonoma Charter School in Sonoma, California. She also served in a volunteer capacity as the elected North Coast Regional member representative of the California Charter School Association. Nora is going to spend the next hour or so talking about the very basics of board governance. Welcome aboard, Nora. Thank you so much for joining us.

NORA FLOOD: Thank you and I commend all of you being online today. Thank you because being a charter school board member or being involved in charter schools is not something that, especially being a board member, you use to pad your resumes. This is hard and very important work.



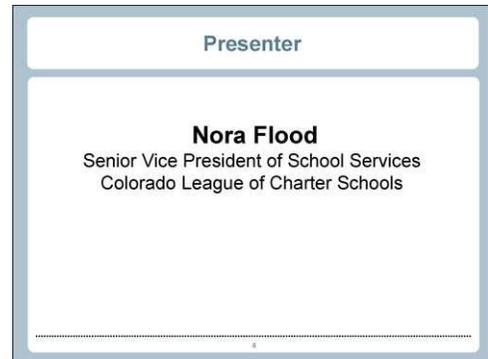
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We've received some questions from people beforehand today, but I want to be really clear that this is a basic board governance webinar, and some of the questions that came through will be addressed as we go through the roles and responsibilities. Some of them that were more specific, I apologize, are probably not going to be dealt with today, but hopefully this is going to be the start of ongoing board training for all of you.



**Slide 3**

I have a feeling that many of you will go away today with more questions than answers, and honestly I think that's the way it should be intended. This webinar today will be a good start of a self-assessment for how your governing boards operate. So, it's going to be a pretty basic training today, but again very important work.



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Here in Colorado, we're just entering our 20th year of the charter school law. Since our charter school law passed in 1993, we've had 28 charter schools that have closed, most of them voluntarily, because of lack of sustainability and viability. If we look across those 28 closures, almost to the school, they've closed for operational reasons, finance, and governance. So, again, today we really hope to instill in you the idea that this is very important work, and ongoing professional development is hugely important for all of you. Let's begin.

We're going to start today with looking at very basic things. We're going to talk about the legal roles and responsibilities of both boards in general and individual board members. We're going to talk about what I think are the five core functions of governing boards for charter schools, and we'll delve into each of those a little bit. We're going to look at the key areas of oversight and we're going to look at assessing board practice.

When we think about our basic board duties, the first of the legal roles in responsibilities, we operate very often and in many ways as nonprofit boards. As such, all of our schools and all of you as boards should have directors and officers insurance as a part of your liability insurance package. With that liability, we are asked to operate as nonprofit boards would and according to the duties of care, loyalty, and obedience. The duty of care describes the fact that all of us should be operating as, and this is legal language, an "ordinarily prudent person" would. When I work with charter school boards, I suggest that if people do not consider themselves to be ordinarily prudent persons, that perhaps being on a board is not the best use of your time. But I think we all are, and so, in other words, we're not expected to be experts in anything to be able to serve on a charter school board.



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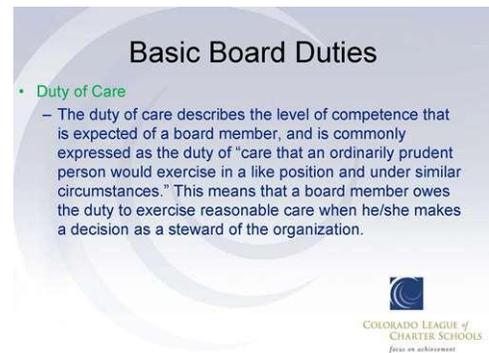


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The duty of care really means that, as a board member, we are expected to come prepared to board meetings, to attend board meetings, to participate in board meetings, and to vote on what might be unpopular votes. The duty of care simply says that as an ordinarily prudent person, we're going to be an active, involved, and caring board member. That's the duty of care.

The duty of loyalty is the standard of faithfulness. The duty of loyalty is the part of our care that prevents conflict of interest. The duty of loyalty says that, as a board member, we need to take the overall good of the school into consideration and not necessarily our own agenda items. This is the area that I think is most difficult if you have parents on the board because parents often are asked as board members to make decisions that might not be in the best interest of their child, but are in the best interest of the school.

The next of those duties is the duty of obedience. This isn't obedience to any one person; This is obedience to the mission and vision of the school. This is another one that asks you to put the mission and the vision of the school above all else. Because we are public schools and we have taxpayer dollars, it's also about using the discretion of taxpayer dollars well. The duty of obedience is really about being obedient to the mission of the school and, as a part of this, also speaking with one voice when you make decisions as a board. Often, we are asked to make decisions that might not be a unanimous vote; if that happens, the duty of obedience says that when you walk out of a meeting, you need to be able to say we have great discussions. We bring in all of the information we can. I may not have voted for this, but I speak with



**Basic Board Duties**

- **Duty of Care**
  - The duty of care describes the level of competence that is expected of a board member, and is commonly expressed as the duty of "care that an ordinarily prudent person would exercise in a like position and under similar circumstances." This means that a board member owes the duty to exercise reasonable care when he/she makes a decision as a steward of the organization.

  
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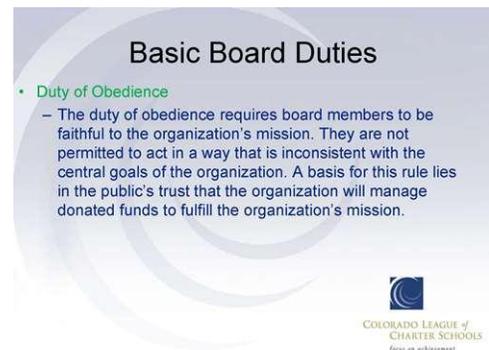


**Basic Board Duties**

- **Duty of Loyalty**
  - The duty of loyalty is a standard of faithfulness; a board member must give undivided allegiance when making decisions affecting the organization. This means that a board member can never use information obtained as a member for personal gain, but must act in the best interests of the organization.

  
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**Basic Board Duties**

- **Duty of Obedience**
  - The duty of obedience requires board members to be faithful to the organization's mission. They are not permitted to act in a way that is inconsistent with the central goals of the organization. A basis for this rule lies in the public's trust that the organization will manage donated funds to fulfill the organization's mission.

  
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the board and support the board's votes. So, those are the duties of care, loyalty, and obedience.

If, as a board, you can demonstrate that you operate under the duties of care, loyalty, and obedience, then your directors and officers insurance, should there ever be a suit brought against the school, will protect you both individually and as a board.

There are basic board duties and priority functions, and I've just chosen five of them to focus on today as basic board governance training. These are the priority functions of a board. First, is to select, support, and evaluate the school leader. This is one of the most important things. I'm going to ask a trick question here that I ask all of our boards when we do trainings. You don't need to answer this. Think about it. How many employees do you, as a board, have? For most of us, your answer should be one—that the board actually employs the school executive, whether you call that person a director or a principal. One of the most important and critical things that you have to do is hire well. This is also a part of that idea of governance versus management. We're going to talk a bit more about that. But a governing board has a school leader in place who works on the operational level of the school, so that the governing board can actually be a policy board.

The next of the priority functions is supporting the mission of the school. The mission of the school—this is another one of the trick questions—is hugely important. If I ask you right now to take a piece of paper and write down the mission statement of your school, would you be able to do it? Would you actually be able to write down the mission statement of your school? Because every decision that you make, whether it's a policy decision or a

**Basic Board Functions**

- **Priority Functions**
  - Select, support and evaluate the school leader
  - Support the mission of the school and monitor progress towards fulfilling the mission
  - Develop and monitor organizational/strategic planning
  - Ensure adequate resources and financial viability
  - Recruit new board members and assess board performance

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finance decision, should support the mission of the school. It's also based on your mission that you set the goals of the school and monitor the progress of the school.

The next is developing and monitoring your organizational health and engaging in strategic planning. That should be driven by the board. When schools are brand new, we often say that, in the first couple of years of the school, the strategic plan is get butts in seats, hire some teachers, and get the curriculum lined up—and that is your strategic plan. But by year two or three, your strategic planning really should ask: What do we want to look like when we grow up? Where do we want to be 10 years from now? Then what should that look like going forward?

The next is ensuring adequate resources and financial viability. When I said earlier that since 1993 we've had 28 charter schools that have closed—some of them midcycle, some at the end of a contract period, mostly voluntary—very often it's because of financial unviability. We talk about the death spiral when we talk about charter schools, that when you start losing children, and we are based on per-pupil revenue, you start affecting your programs and cutting programs. When you cut programs, you start losing more students. When you lose more students, you lose more revenue, and it becomes a death spiral that can sometimes be very difficult to pull out of. Starting out knowing what you should be monitoring and understanding that it is the board's responsibility to make sure that the school has adequate resources is huge.

The last is recruiting. Who is actually serving on your board? Do you have the skills that [SKIP] person? You want to make sure that you have

people on your board who bring to the board the skills that will help you oversee and maintain organizational health.

We're going to break these out very quickly. Selecting, supporting, and evaluating the administrator, being one of the paramount jobs of the board, says that you really need to be stringent in your search. Unfortunately, being a charter school principal is a really hard job. We actually liken them—in independent charter schools especially, but even charter schools that are a part of a network—more to a small school district. You have to make sure that you are selecting the administrator who really meets your needs. Make sure that their philosophy aligns with the school's mission and vision. Make sure that you actually get them to speak about your school and your school's mission and vision. Do make sure to check references. That might sound very simplistic, but when you check references, ask questions of the references about your vision and mission, and whether they think it's a good fit.

This next part, developing a realistic job description, obviously should be done before you do the search. This is that part about being more like a superintendent of a small district because if you, as a board, have not prioritized what you're really looking for in a leader, it's very difficult to be all things to all people. You have to identify, as a board, whether you're looking for an instructional leader or a CEO type who is more the organizational and financial leader of the school because then you have to fill the back bench with the other skills. You have to think very clearly about what a realistic job description is; they exist, so you don't need to start from scratch. There are job descriptions out there.

**Selecting, Supporting, and Evaluating the Administrator**

- Be strategic in your search
- Make sure the candidate's philosophy aligns with the school's mission and vision
- Check references
- Develop a realistic job description
- Be clear about the board's and administrator's roles
- Establish trust!
- Agree on evaluation criteria, measurable objectives, and timelines

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The board should have a very clear understanding of what... We tend to be working boards in charter schools, not just advisory boards. We have to ride that fine line between managing and governing. I'm a firm believer in committee structures, where every board member has a role on a committee, and that's their day-to-day work. The board as a whole then becomes the policy and oversight body. This has to be clearly demonstrated with the administrator, so that there isn't a conflict of who should be doing what or what is expected of each party... so being really clear about the board's and [INAUDIBLE] need from your board in order to be successful.

As a board, what is it that you most need from your school leader in order to be successful? What comes up time and time again is trust. If you hire well and you trust your administrator, then this idea of the roles and responsibilities between the board and administrator is much easier. If there is a lack of trust on the part of the administrator of the board or the board is seen as micromanaging, then that trust is eroded. Likewise, if the administrator is repeatedly [INAUDIBLE] this in order to evaluate your administrator, understanding that they have huge responsibilities and are much more like that superintendent of a small district, you need to agree on evaluation criteria, set measurable objectives between the board and the school leader that both can agree on, and then establish timelines for benchmarks, and baselines, and evaluations.

What is it that you're actually going to evaluate your leader on? One of the things I like to say is that the board never wants to blindside the administrator and the administrator never wants to blindside the board. At the end of the year, if the board has criticisms of the administrator that have

never been articulated and that have never been set out in any kind of evaluation criteria, that trust is eroded. This is one of the huge parts of the board/administrator relationship.

The next of those core functions is providing the vision and mission. I asked earlier about whether or not right now you would be able to write down the mission statement of your school. I think that's huge because every decision that you make, whether it be financial or policy-driven, should support the mission of your school. It's based on the mission of your school that you identify a strategic plan. How you evaluate the success and the performance of your school is all based on the mission statement. It's how you have to allocate resources. Your vision and mission statements, especially the mission statement... Vision statements tend to be: What does it look like? How will we accomplish our mission? If your mission statement says something like "all graduates of The Classical Academy will be prepared for the 21st century, be good citizens, and successful workplace participants"—something like that—then the vision is how are you going to do that? "We will do this by providing a program that..." Your mission statement is the real global—what is the mission of your school? It should be everywhere, and everyone should know it. Your teachers should know your mission statement. Your students should know your mission statement. Your parents should know the mission statement. It should be prominently displayed. It should unite all of you toward a common goal.

A strong mission statement—the last bullet here—also helps to guide the administration on what it is that the board wants. What is it? How do you implement your vision? Your mission statement, the words of it, tell the world who you are. What

**Promoting the Vision and Mission**

- The vision/mission statements should be clearly communicated to all stakeholders
- The vision/mission should unite members of the community toward a common goal
- A strong mission statement will guide administration on how to implement the vision...are you who you say you are??????

  
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you, as a board, are charged with always monitoring is: Are you who you say you are? If people walked through your school and they saw the mission statement of your school, would they say that you are who you say you are? That's another one of those that I hope goes back to your board with you, and you struggle with that. Are we who we say we are?

In looking at how to actually implement this, one, it should guide everything from the classroom to the boardroom, so it should be posted near the school entrance. It should be in every classroom. It should be on all of your major publications. It should be in your handbooks. It should be on your website prominently. It should be in all of your marketing materials. It should guide your strategic plan. If we are to accomplish our mission, how do we do that?

Breaking that down into the different indicators, the different parts of the school, how do we know if we're accomplishing our mission? It should be at the front of each of your board books, and I hope you do have a board book that contains all of the critical documents for the school. One of my suggestions to boards is that it should be read at the beginning of every board meeting. It should be on your agendas, and you should take turns reading it, so that you know every decision we make tonight is in support of the mission of our school—and this is our mission.

### Implementing the Vision and Mission

- Should be posted near the school entrance and in each classroom
- Should be on all major publications (parent/student handbook, employee handbook, web site, marketing)
- Should guide the development of the board's strategic plan
- Should be at the front of each board book
- Should be read at the beginning of every board meeting

  
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Strategic planning is a big part of this. As I was saying earlier, in the first years of a school, strategic planning means just getting the doors open and making sure that you have children in the seats and teachers in front. That's your strategic plan when you get started. But as you develop... and schools do have life cycles and they have growth, so we have baby schools, adolescent schools (often surly adolescent schools), and we have adult mature schools. If you're not right now providing a strategic plan for the administration and staff of the school to follow, then you really don't have a roadmap, and that's what this talks about. It takes your grand vision and turns it into a roadmap for the future. It's the process that provides direction to the school. It gives meaning to day-to-day activities. It looks at the current mission and values of the school. It helps you to develop baselines on what your progress is as a school. It helps you to look at the environment of the school and the culture of the school, and then it relates those factors to your future. What we often say is that you want to have the discussion about what do we want to look like 10 years from now? Then, you backwards plan and say, "If we want to be there 10 years from now, where do we need to be five years from now?" "If we need to be there five years from now, let's actually develop a strong three-year strategic plan that allows us to measure our growth toward that 10-year plan."

When I was saying that it's the board's role to make sure that the school functions under a strategic plan, it is not the board's role to create it and hand it to the administrator. With a strategic plan, you want to put together a team, and that team should have on it the charter board and the administrator. The staff should be involved. Key parent groups should be involved and any other kinds of key individuals within the school. With



**Strategic Planning**

- Strategic planning takes a grand vision & turns it into a roadmap for the future.
- It's the process to provide direction to the school and meaning to day-to-day activities.
- It examines a school's values, current status, & environment, and relates those factors to the school's future state, usually expressed in 3-5 year periods.



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**The Strategic Planning Team**

- Charter board, administrator and any other key individuals
- Include a variety of backgrounds, personalities and thinking styles
- Include others through direct/indirect means
- The leader of the planning process should be neutral (not the board president or administrator)



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middle schools and high schools, I like to see the students get involved in parts of this. You should include a team that has a variety of backgrounds, personalities, and thinking styles, so that it really does push the envelope and make you think outside the box. You should include others through both direct and indirect means. If you have organizations that you partner with within your community—if you partner with a college, if you partner with a recreation center, if you partner with any clubs, nonprofits, or organizations that serve the same clientele that you do—you should include them as you go through this as well. I'm highly fond of having a third party be the facilitator for a strategic plan. I think that when it's the board president or the administrator, we get too insular in our thoughts. So, I am a firm believer in bringing in an outside facilitator to help through the strategic planning process. It doesn't have to be hugely expensive, but they can really ask the questions that, when you again are so inside, you sometimes don't ask.

When you think about a strategic plan, what you really want to do is go back to your vision and mission. Once again, go back to your vision and mission and ask, "Are we who we say we are?" Very often, we know that schools evolve over the years. When a group of parents, community members, or an organization starts a charter school, five or 10 years down the road, they say this isn't the school that we started. Go back to the original vision and mission of the school. Some changes will have been necessary, but then there's also that idea of mission creep— that things have started changing simply because of the people that are in different roles. So, go back to the original vision and mission of the school, assess where you are now, and do a SWOT [strengths, weaknesses, opportunities, threats] analysis. Across those

**Strategy Formulation**

- Vision & mission statement review
- SWOT analysis
- Review of existing school plan(s)
- Long-term goals (5-10 yrs)
- Short-term objectives (1-3 yrs)
- Baseline/current status
- Position (not person) responsible
- Fiscal impact
- Reporting milestones

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different stakeholder groups, look at the strengths of the school. It's so interesting to do this with parent groups, the faculty, the board, outside partners, and older students. They all look at the strengths of the school—the questions of what brought me here and what's keeping me here? Then, the weaknesses of the school: If I could change this, it would make this a much better school. And doing that again across your stakeholder groups. The opportunity is a huge discussion to have because different stakeholders will identify different internal and external opportunities for the school that when you're in the day-to-day of it, you might not recognize.

Likewise, what are the internal and external threats? This is one of the areas that we talk about in a SWOT analysis—looking at the people who are involved. As much as possible, we want to make our schools person-proof, which means we should not have that cultish kind of a school—that the school is successful “because of...” The school is successful because of the board president. The school is successful because of this founder, because of this charismatic leader. When you think about threats, think about what would happen if someone involved in the school won the lottery and moved to the Bahamas. I don't like the “hit by the bus” analogy. What if someone won the lottery and moved to the Bahamas? What happens? You have to think about all of these issues when you do a SWOT analysis. You look at any existing school plans that you have now. It may not be a strategic plan, but it might be your school improvement plan. It might be your agreements or your relationships with colleges or community organizations. What are your existing school plans? You have to go back through those.

Again, there is this long-term goal issue of what do

we want to be when we grow up? Then, we look at that five to 10 years out and backwards plan and say, “What are the short-term objectives we have to achieve within the next one to three years in order to be there in five to 10 years?” Whenever you do target setting, you have to know a baseline.

I think that some of the things that I’ve put in here are things that I’ve seen that have really been lacking when I look at schools’ existing strategic plans. First, most strategic plans, when I talk to a school, are in three-ring binders sitting on a shelf. They’re not living documents at all. The other part of it is not having targets that are based on real, current situations, so you set these targets for fundraising for academic achievement, and yet you haven’t looked at “where are we right now?” Let’s get a realistic look at our current status.

Most strategic plans that I see in schools have no sense of who is responsible for this. When you develop the goals and objectives in a strategic plan, they should be linked to the following things. They should be linked to a position, not a person, who is responsible. It is the board treasurer who is going to actually monitor this part. It’s the school administrator who is monitoring this part. It’s going to be owned by George Smith, but George Smith wins that lottery and isn’t there. It’s very likely that part of the strategic plan is going to get dropped.

You have to include in the strategic plan what the fiscal impact will be. If one of the parts of your strategic plan has to do with facilities and building out facilities or revamping facilities, you’d better know what the fiscal impact of that is going to be in order to be able to achieve that goal.

Last are the reporting milestones. Very often, strategic plans have no sense of when are we

going to revisit this? Hopefully, all of you operate as boards with an annual board calendar. They're like those perpetual birthday calendars that have the months but don't have the years. With a board, you would have an annual board calendar that says every January these are the things that are automatically on our agenda. Every February, these things are automatically on the agenda. You look at the things that are automatically on the agenda, and that allows you then, every month, to know what you have to cover and how much time you'll have for additional things on the agenda. As a part of that, you should have reporting milestones on your annual agenda. You're looking at things quarterly. You're looking at things monthly. You're looking at things annually, making sure you have reporting milestones.

The true value of strategic planning is threefold. It increases the likelihood of the school's success because you're all working toward the same vision and mission. It has happened that governing school boards have established a strategic plan and handed it to the administrator. It's really not intended then to have a lot of buy-in. Very often, what happens is the administrator then hands it to the staff and says, "The board developed this strategic plan, and we have to do this." So, it builds this shared vision for all of the stakeholders. Everyone has input. Everyone buys in. Everyone has ownership of that strategic plan. It can also help you garner broad-based support. You can gather support from other community organizations when you look at the opportunities. You can then use your strategic plan to go out to community organizations and to funders. It bodes well for a school that can actually prove that it operates with a strong strategic plan.

**The Value of Strategic Planning**

- Increases the likelihood of the school's success
  - Everyone is working toward the same vision, with the same resources and with the same endpoints in mind
- Builds a shared vision for all stakeholders
  - Puts the vision into specific objectives that can be tracked
- Garner broad-based support
  - Can be used to gather support from community organizations/funders

  
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There are then key areas of oversight for every board; there are really three key areas of oversight that we'll talk about. This will answer some of the questions here that are coming through. The first key area of oversight— because we're schools and hopefully this makes sense—is academic. We have to be able to, in good conscience, say that every child in our school is better off in our school than they are anywhere else. This is why in Colorado we have growth measures, and that's what the growth measures actually tell us. Is a child better off? Are they achieving better in your school than they are in any other school?

When we think about academic oversight, what is it that we're talking about? We're talking about the data that we already have. What does it mean? What is our plan to improve? Backtracking a bit, it's important to recognize that the contract for a charter school is held by the charter school board. It's not held by the school leader. It's not held by the staff. It's not held by an individual board member or a founder. The contract for a charter school with your authorizer is held by the charter school board. So, it's important to recognize that you have both the right and the responsibility to make sure that you have enough information to be able to judge your success across these key areas of oversight. It is important for you to know, what data do we have? This is not about creating more work for your administrator. There is a tremendous amount of publicly available and school-based data now. It's what data do we already have? This is again much more than just looking at your state testing results. In Colorado, our state testing is done in the spring, in March, and we receive the results of that state testing in the fall. We call those tests "the autopsy." They don't help us much with current school planning. They give us the trends. They give us an overall look at how our school has

**Key Areas of Oversight**

- **Academic**
  - What data do we have? What does it mean? What is our plan to improve?
- **Financial**
  - Is the budget aligned with the mission?
  - Are there policies/checks and balances in place? Is there a structured Finance Committee? What reports do we receive/when?
- **Operational**
  - Are critical documents aligned?
  - Does our board function well?

  
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done the prior year, but it really is a snapshot. There are other data that you have as a school through formative interim assessments, through graduation rates, and through attendance.

So, what data do we have? What do the data actually mean? It is incumbent upon you as board members to understand the data of the school. Then, what's our plan to improve? This is where that micromanaging versus governance comes in. It is not your role to develop the plan for improvement. That's the role of your administrator. In fact, that's your key employee or should be one of your only employees as a board. They are charged with the operation of the school. But it is again both your right and responsibility to ask, "What is the plan to improve?"

The next one is financial oversight, going back to the reasons that those 28 schools have closed—again, the financial unviability of it. Your questions are: Is our budget aligned with the mission? Are there policies, checks, and balances in place? I am a firm believer that there should be a strong finance committee in a school. That's a part of that checks and balances. A finance committee should have the school leader on it, the business manager, and the board treasurer, and then I always suggest bringing in one other person. Bring in an "uber" parent who is a CPA, an MBA, or a local banker—somebody who can have an additional financial set of eyes, since that's not necessarily always a strength of the administration or the board. Bring somebody else in. This is not one of the committees that you want to open up to parents to say we're starting a finance committee. Who would like to be on it? This is a really targeted committee. It's a small committee. It's the committee that the administrator uses when they want to make an expenditure that might be outside of the budget.

They're the ones who help to think about the reports that the board should receive and when. It's my recommendation that the board monthly have a year-to-date, a budget to actual. Any variances that come in should be done monthly. Then, what should you receive quarterly? What do you receive annually (such as the audit)? When you think about the financial part of oversight, the whole board gets a certain level of financial information, but the finance committee is really the one that's in the weave, knowing line by line, creating the budget with the administrator, so that it's not just the administrator completing or developing the budget. It's the sounding board. So, I'm a firm believer in a strong finance committee.

Then, the last is the area of operational oversight. Operational oversight then has to do with your critical documents. As board members—and this is such a “drinking from the fire hose version of basic board governance”—there are so many other things we could get into. What we're covering today, we typically do in a four-hour training. We suggest that all board members understand and have a familiarity with all of the critical documents for the school. This starts with your application, your contract with your authorizer, your by-laws, and your policies, and that there is a crosswalk among all of those things to make sure they are in alignment.

For instance, when something in practice changes at a school—let's say that the new administrator decides to change the dress code— you have to go back down the line through those critical documents to make sure that everything is aligned. If a procedure within the school changes, does that conflict with the policies in the handbook? If that's the case, you have to make a decision either to change that procedure at the school or change the

policy. A dress code policy would not be in your by-laws, but it may be in your contract. There may be something in your contract. The last thing you want to do is to create any kind of ammunition for an authorizer or any kind of a disgruntled parent or board member to say that you are not following the policies or you are operating against your contract. So, all of your critical documents need to be aligned.

Then, the last of the operational or second of the operational areas is how does our board function? Again, you as a board self-police. There really isn't any board police, other than a disgruntled board member, a disgruntled parent, or a disgruntled employee who brings to your authorizer that the board is violating open meetings or that the board is not practicing well. As a board, you need to be really committed to good board practice.

As such, there are some board training essentials. One is this idea of doing a self-assessment. On one of the next slides, there is a list of questions that I suggest would be a good place for you all to start to go back and use those questions to self-assess and determine where you are weak in your board practice. It could be everything from how your actual board meetings operate, to whether your policies are appropriate, to what the relationship looks like with the administrator.

All of those are ripe for training needs. Then, ensuring a basic level of training annually. As you would expect professional development for your school leader or for your staff, you also want to commit time in your calendar and money in your budget for annual training for the board because things change in our legislature and policy, but also we have a lot of turnover in our charter school boards, and you want to make sure that all of you



**Board Training Essentials**

- Determine training needs
- Ensure at least a basic level of training annually
- Establish new board member orientation and mentor relationship
- Provide binder of docs such as charter school application, charter contract with waivers, financial statements, accountability plans, etc.
- Make certain the board is properly governing itself through conflict of interest, complaint, crisis, and communication policies
- Know your own personal liability: understand the school's D & O insurance coverage

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are operating with a certain level of consistency in your board practice.

The other thing goes back to making things person-proof. That's establishing a really new board member orientation and mentor relationship, so that when board members change, you don't lose all of the strengths of the board. So, you want to make the board a functioning board because of what's put into practice and what kinds of systems are put into place.

Every board member should have a binder of documents. Sometimes, they're now on a thumb drive. You should know and be familiar with the charter school application, the contract, any waivers that you have, what kind of financial statements you have and what they mean, accountability plans, school improvement plans—all of those kinds of things should be in a board document. I'm also a firm believer in having one hard copy of that board document that comes to every board meeting.

As we're talking about this, there's a question that came up about the size of the board. I have a preference for nine-member boards. I think nine-member boards with three-year terms—so that as you turn over board members, you're turning over one third of your board and two thirds of your board is consistent—is a great way to go. It gives enough board members that, as working boards, we can sit on committees and get involved, and yet it's not unwieldy like some of our schools that have 13- and 15-member boards unless they become advisory boards.

Making sure the board is properly governing itself; having strong conflict of interest, complaint, crisis, and communication policies... Then, I also

recommend always that we operate with board agreements—they're the "I" statements of, as a board member, I commit to doing this; I commit to this. So, having some kind of a board agreement that can be used if there ever is, unfortunately, bad board behavior, because bad board behavior has to be dealt with in open session. It's not an executive session or a closed session discussion. It has to be dealt with first by the president of the board who talks to the individual aside from a meeting, goes back to the board agreement, and says, "Look, we've agreed to these things, and this is how we operate." So, making sure that the board properly governs itself. Then, knowing your own personal liability and making sure that you have directors and officers insurance coverage.

This last part is the annual review and evaluation. It's a sample, and we have lots of samples of different evaluations that boards actually use. This evaluation and annual review is a good start for all of you. It's from this kind of an evaluation that you identify those needs and start developing your training. So, just briefly, I'm going to run through these because I think they're important. Are we in compliance with our charter? Are we meeting the mission and vision of the school? So, can you, in good conscience, say, "Yes; we are who we say we are." Are we achieving the school and board goals? Do you even have school and board goals? Do you know what they are? How well are our students performing? Against whom are you benchmarking yourselves? It used to be that, as charter schools, we would say that we were going to meet or exceed our district or state averages. Please, shoot higher. Most of our district and state averages are abysmal. So, how well are our students really performing? Against whom are we benchmarking ourselves? Who is our competition? Are we attracting new students to the charter

**Annual Review and Evaluation**

- Are we in compliance with our charter contract?
- Are we meeting the mission and vision of the school?
- Are we achieving the school and board goals?
- How well are our students performing?
- Are we attracting new students to the charter school and retaining students currently enrolled in the charter school?
- How well is our staff performing?
- Are we attracting and retaining skilled, dedicated paid staff and volunteers?
- What is the level of involvement of parents?
- What is our overall financial performance? Is our revenue structure balanced? Are we deploying our funds appropriately and according to the approved budget of the charter school?
- How well are we acquiring the resources we need?
- How well are we using and managing our resources?

  
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school? Are we retaining current students? How well is our staff performing? It is not the job of the governing board to evaluate staff, but it is both your right and responsibility to have an overall evaluation summary from your school leader that says here's where we're struggling. Here's where we're going to focus our PD, and to know, if you have a large turnover of staff, why that's happening. Are we attracting and retaining skilled dedicated staff and volunteers?

What's the level of involvement of parents? Often, in the first years of a charter school we have tremendously involved parents because if you build it, they will come. They're the ones who are putting in the elbow grease to start the school. Then, as the school becomes a mature school and more outside parents or new families come into the school, that level of involvement can really wane. If that's the case, what do you do? How can you keep up that level of involvement of parents?

What's our overall financial performance? Do you really know where you are financially? Do you know what are the appropriate levels of budget allocated for salaries and benefits, for facilities, for different things? Is our revenue structure balanced? Are we deploying our funds appropriately and according to the approved budget?

How well are we acquiring the resources we need? There was a question about the board's role in fundraising. We said that one of the board's roles to make sure that the school has adequate resources. What do you do? Do you create committees? Do you have a fundraising committee? The board needs to oversee this, but it doesn't necessarily have to be the one that's doing all of the work. However, it is important that you, as

a board, make sure that the structures for fundraising are in place. Then, how well are we using and managing our resources? Again, having clear information on that.

So, I wanted to leave at least 10 minutes, but I want you to know first that there are resources out there. Along with our Department of Education Schools of Choice Unit, the league here in Colorado developed board training modules that are open for anyone to use. But please understand that like today's training, which is pretty generic and not very state-specific, these board training modules you'll need to take with a grain of salt, depending on your state's landscape. If you access them—just either Google board training modules or look at [www.boardtrainingmodules.org](http://www.boardtrainingmodules.org)—there are 30 different modules that are topical on things like conflict of interest, executive session, and efficient board meetings. There is a pretest, a module, and a posttest, and if you complete all 30, you get a certificate. So, you can access that, and it's free.

Marci Cornell-Feist is one of our governance gurus in this country, and she runs a fabulous organization called The High Bar; her website is [www.reachthehighbar.com](http://www.reachthehighbar.com). Brian Carpenter also does marvelous work with governance training. He's terrific and also has a website. Then, the National Charter School Institute has lots of resources, as well as the National Charter School Resource Center. The National Charter School Institute's website is here as well. So, there are free resources on these websites, and I think Marci's organization, Brian's organization, and we actually do board training consulting as well.

Questions?

- Resources:  
[www.boardtrainingmodules.org](http://www.boardtrainingmodules.org)  
[www.reachthehighbar.com](http://www.reachthehighbar.com)  
[www.BrianLCarpenter.com](http://www.BrianLCarpenter.com)  
[www.NationalCharterSchools.org](http://www.NationalCharterSchools.org)

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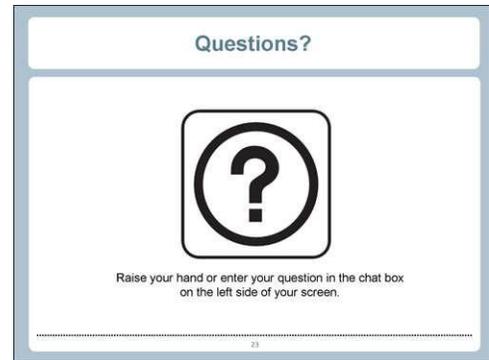
Thank you!

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That is it. Now, I think we have about 10 minutes. I'm happy to read through some of the questions on the side, if that's all right. Otherwise, Tammie or crew, please let me know if there's something else you'd like to do. We'll take a few questions.



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**TAMMIE:**

I think that's great, Nora. This is Tammie. I can look through them, if you want, and I can field them to you as well. One of the questions that came up was about PTOs—or I'm guessing PTAs or the parent organization groups—and wondering if the school's parent organization group should operate independently or should it have a place at the board?

**NORA:**

Let me give you a cautionary tale. I think that PTOs...and the difference is that PTOs are not a part of the national PTA association, so they're less formally organized. But PTOs should be working very closely with the administration and the board. And every year their goals should be mutually agreed upon by the administration and the board. They are charged with certain things. Left to their own devices, they may get themselves into trouble. There's a school here where the PTO was charged with raising \$100,000 for technology. Well, some of the PTO members changed; some of the board members changed. And over the course of the next summer, they put in a beautiful playground, but there was no technology. So, PTOs that run completely independently without direction may not necessarily align with the needs and mission of the school. Even if it is organized as a separate entity, there should be something in

either the by-laws of the PTO or the description of the PTO that says that the PTO's annual goals will be mutually agreed upon by the administration and board, and that their charge is very clear.

**TAMMIE:**

Great, so a couple of other questions about finances. Do you have thoughts about the magic number of years for long-range planning? Should it be a one-year plan, a three-year plan, five, eight, 10?

**NORA:**

Again, I think long-term planning is a loose term because in the bigger picture you need to think long term, and that's usually 10 years. So, that's what do you want to be when you grow up. Because if you are a stand-alone school, a singular individual school, and you say, 10 years from now we'd like to be built out into a K–12 instead of a K–8; we'd like to have two K–8s feeding into our high school, that's a long-term vision of 10 years. Then again, you backwards plan.

But for strategic plans, a three-year strategic plan that is a living document—so that when you finish the first year of that, you add another set of targets—is the most helpful. The further out you try to plan targets, the more unrealistic they become. So, the long-term vision should be a minimum 10-year vision. What is it that you want to look like when you're done? Does that make sense?

**TAMMIE:**

I think so. I'm going to wrap a few questions together, in terms of membership for the board. People were asking about your suggestions, your thoughts, about having the school leader—and again, these answers you should probably vet with your charter law in your state or the policies of your

authorizer—be on the board, or students, if you've seen an age group that possibly works, as well as teachers on the board, and possibly how to handle the evaluation of the leader if teachers are sitting on the board.

**NORA:**

Correct. We do not recommend that any employees be on the board and exactly for the reason you just said. If you think about that conflict of interest, if you have a teacher on the board, they would have to recuse themselves because of a conflict of interest from any discussion about the finances of the school or the budget because it's going to impact their employment. If the board is the boss of the administrator of the school, you now have the administrator of the school overseeing that staff member, and that staff member is the boss of the administrator of the school. There are so many inherent conflicts of interest there that we don't recommend that the school leader or any teachers be voting members of the board. They can be on an advisory board, but I think that the jury is out on that. If you even call a school leader a nonvoting board member, then does their presence at something constitute them being a board member? You may violate open meetings. So, I would stay away from them being considered board members at all and instead have them be advisors to the board, but not call them board members.

Likewise, one [question] just came up about a nonvoting student on the board. I think it's the same thing. I think you could have a student representative to the board where what they are doing is adding that student voice. But I wouldn't call them a student board member. I think that is misleading to people.

**TAMMIE:**

The last question that came up was, if you have board members who reside out of town, when it's permissible, do you have tips about keeping those board members engaged and having a better system for making that work? Have you seen that?

**NORA:**

Yes. Typically, we see that when they are advisory board members and not necessarily governing board members because I think it's more difficult if you are actually asking them to make budget and policy decisions and they don't actually live there and have that kind of contact with the school. I think one way of looking at this would be having out-of-town members being advisory board members. If they are governing board members, I would not make that a practice. Have it be few and far between that that happens because you're going to have to have one point of contact with that person, so again, you're not violating open meetings if you need to communicate with them. And they can certainly call in. It is admissible for a person to call into board meetings and still count as a part of the quorum. But I think I would weigh the benefits of that or create an advisory board if that seems more appropriate.

**TAMMIE:**

And another logistical question. Someone just tried to log into your board training modules, but it seemed like in order to do it, you needed to have an account with a school. Is there another way?

**NORA:**

I think Cheryl just came back and said there actually is an "other" button. You actually can log in as an "other."

**TAMMIE:**

Right.

**NORA:**

[Regarding] compensation of the board, board members cannot be paid. They could be compensated if there are costs involved with extraordinary things. You can pay for them to attend a conference or give them mileage if they're acting as a board member and doing something for the school, but there can be no compensation, at least here. There can be no compensation for board members.

Anything else that's here?

**TAMMIE:**

Nora, one other question came in before the webinar and, then, this might be our last question. Do you have advice on how to get board members to take on responsibilities, such as positions of leadership or on committees?

**NORA:**

I think it should be an expectation, so, first, there needs to be some kind of "onboarding" with board members. Before a board member ever accepts a position or runs for a position, there needs to be a clear expectation of what this means. So, I think that you should have in your expectations of board members that every board member serves on one committee—that senior board members will be asked to take on roles of secretary, president, or whatever. Hopefully, the board officers will not need to be dealt with like that, but I think that there should be an expectation of what the work actually looks like for a board member. And I think one of those expectations should be that every board member sits on a committee. Then, that gets into a completely different discussion about making committees meaningful.

**TAMMIE:**

Great. Well, Nora, I want to thank you again for spending this afternoon with us. I think you provided some very valuable general information, but there are lots of questions out there, so I think this is a timeless webinar topic for everyone. We had several people ask how they could access this webinar at a later date. The webinar will be archived at the website that's listed on the screen right now. I do want to thank you all for joining us. Also, thank you in advance for completing a brief survey that'll pop up on your screen as soon as we end. This is going to help us for future webinar topics, as we are looking to have several board governance topics for webinars this year. I thank you very much, everyone, and have a great afternoon. Thank you, Nora.

**NORA:**

Joan Anderson, if you'd like to e-mail me, we can talk through your question that just popped up. Thank you everybody. It was a pleasure being here today.

Thank you for participating.

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

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