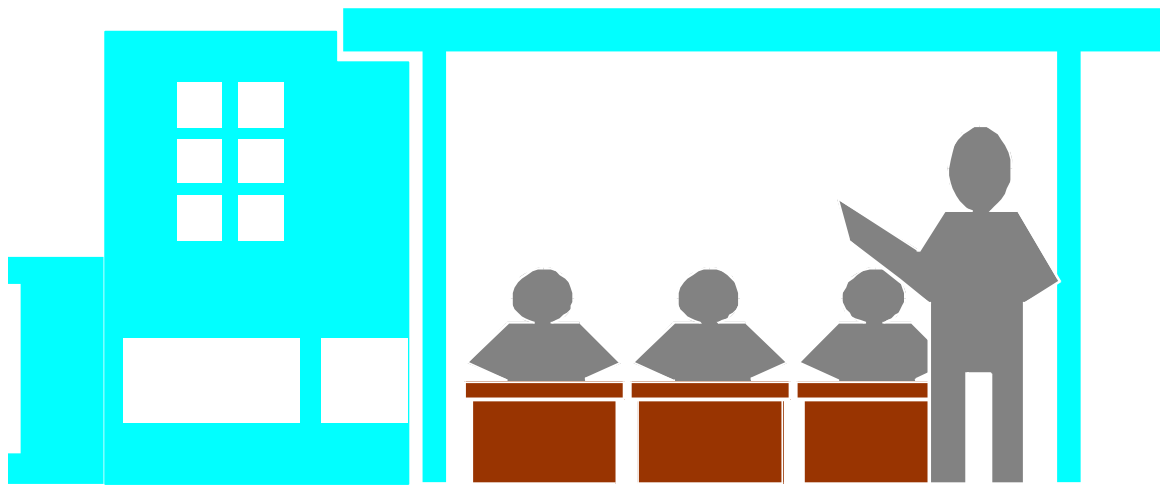


SmartStart Guide™



Charter Schools Board Governance:

*A Resource Guide for Developing Board Governance
Philosophy and Governance Policies*

First Edition, December 2003

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E D U C A T I O N M A N A G E M E N T C O N S U L T I N G

SmartStart Guide™

Charter Schools Board Governance:

*A Resource Guide for Developing Board Governance
Philosophy and Governance Policies*

Susan D. Hollins, Ph.D.

First Edition, December 2003

The author welcomes readers' reactions and comments. Periodic updates will be made. Contact author c/o Box 2464, Concord, New Hampshire, 03301.

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Section I: INTRODUCTION

Under the best of circumstances public schools are complex to operate. Governance policies provide a structure that truly helps the Board of Trustees function skillfully and efficiently from its first official meeting.

When 5, 7, 9, 12, or 18 people become one decision-making body, they need a system for working together. They must conduct board business, set priorities, collect information, exchange views, and assure financial accountability in the public eye. For every matter before them, the group needs a decision, action, or resolution by vote, consensus, or delegation which is recorded in a specific way.

UNDERSTANDING GOVERNANCE PHILOSOPHY

A Board functions most coherently when its governance philosophy is clear and used to guide member behavior.

Governance philosophy in today's organizations focuses on productivity and results. Modern boards define themselves as adding value and wisdom, helping with change and strategy decisions without micromanaging. They don't hold back challenging questions but are also supportive of employees getting the job done. Whatever your board's belief system about board governance, capture its essence in your governance philosophy policy. For example,

GOVERNANCE PHILOSOPHY (NARRATIVE STYLE)

The Board of Trustees of the <name of school> supports a governance philosophy where the board makes broad policies based on school obligations, mission, and goals, and where the board has an advisory role, focusing on productivity and results. We strive to have each board member bring value to the school through active participation and to sustain cooperation and harmony between management and the board. Lastly, we recognize that the success of our school lies in part in our ability to govern with commitment and skill.

A board's policy on philosophy of governance may be represented by a series of belief statements. For example:

GOVERNANCE PHILOSOPHY (BELIEF STATEMENT STYLE)

We believe governing board members add value to our charter school organization.

We believe that at all times the board should know it has the right leader and our school is going in the right direction.

We believe that our board must initially be involved in shared management, but we are committed to a board that does not micromanage the school's day-to-day operations.

We believe our board functions best when all members engage in productive dialogue.

We believe that the traditional priorities for school boards must be our priorities—overseeing management and school finances and assuring quality school leadership.

We believe a 21st-century public school board must focus on accountability. Our board should always know: 1) where are we now in meeting our goals, 2) where we need to be to meet our goals, and 3) the best strategy to meet our goals.

We believe that board, administrators, and faculty should have a shared understanding of goals, options, risks, and threats, and that all energy should be focused on our productivity and success.

We believe all board members should freely ask questions and give opinions without any concern that this involvement is annoying or without value.

We believe our success, in part, depends on building a trusting and supportive organizational culture, which is focused on results.

We believe that no matter what other issues are at hand, we cannot lose sight that the purpose for our school's existence and every adult's involvement is children's education.

DEFINE THE SCHOOL'S ADMINISTRATION

A board functions most appropriately when it understands the difference between governance and administration and clarifies these differing roles applied to its own unique school design early in the school's existence.

Charter school boards need a respectful relationship with their school leader(s) and staff who feel ownership and empowerment to get the job done. At the same time, if the school doesn't succeed, the board is responsible. No matter how empowering and supportive the board strives to be, it must not lose its primary focus on accountability and the school's purpose--the students.

The board needs a clear sense how the school will be administered at various stages during its growth. A school may handle start-up by one person or a leadership team. It may or may not have a full-time principal upon opening. It may or may not contract for superintendent services. In a small school, a full-time administrator or school leader may not be needed or affordable. There are charter schools where teacher leaders share administrative tasks without an administrator.

Typically, school policies reference school administration personnel or how the school will be administered day-to-day, e.g. "Leaves of absence are reviewed by <the program coordinator>." How your school is administered is an essential component of governance and operations policy. Lack of clarity can cause so many problems but a strong design helps the school run elegantly.

ESTABLISH FORM

A board functions most efficiently when it has a well-understood form or structure that keeps the board on a steady procedural course.

Public school boards have procedural requirements to follow. Meetings must be posted with reasonable agenda information. The public must be advised of business to be discussed. Records have to be kept for public inspection. Decisions must be recorded. Certain procedures are proscribed by public governance laws. Thus, your charter school board cannot invent these guidelines. “Establishing form” means having policies that provide procedural clarity.

Your governance policies shape how the board uses time, how topics are presented and discussed, and how long and often trustee meetings will be held. The latter item—time—is quite important. Finding quality board members is difficult when time requirements for board meetings are excessive.

Some boards have a “consent agenda” item where multiple small, but important items are disposed of in one vote. This allows most of the meeting’s time to be prioritized for strategy and policy discussions. This is one way a board can direct its time toward results. While not a common practice for public school boards, using a “consent agenda” for portions of school business can help a board be practical, efficient, and productivity-focused.

ESTABLISH ROLES AND RESPONSIBILITIES OF MEMBERS

A board functions most effectively and law-abidingly when its member roles and responsibilities are clear. Sample policies in this guide identify a traditional set of board officers—Chair, Vice Chair, and Secretary--and provide suggested responsibilities for each. Typically, the school's lead administrator functions as the Clerk of the board, assuring the board's clerical work is handled and board decisions are implemented.

The role of board Secretary is particularly important, as the board is obligated to follow RSA 91-A, New Hampshire's Right to Know law governing public board meetings and proceedings. Despite myths and claims that chartered public schools are really private institutions in disguise, New Hampshire charter school boards have a statutory requirement to operate under the same open meeting law as every other public school:

“The meetings and proceedings of the board of trustees shall be held in public session pursuant to RSA 91-A:2, except for those meetings or proceedings designed as nonpublic sessions as defined in RSA 91-A:3, II.” Revision to RSA 194-B:5 effective July 1, 2003.

The above-referenced statutory clarification requires all board meetings be posted in two places not less than 24 hours in advance. Minutes must include specific information and be recorded in a certain way. Meetings must be open to the public. A wise charter school posts the meeting's agenda. A school's board typically has one officer—Secretary—responsible for monitoring procedural requirements for meetings and minutes. Errors could invalidate board actions and lead to ongoing attorney consultation.

CONSIDER YOUR BOARD’S GOVERNANCE STYLE

The Board must clarify its style of governance. Researchers define different models of governance, but these distinctions are not always clear. Most boards use a bit of each model as befits the situation. Often the particular school leader and board work best under a particular style, and so over time a board’s style may change. The accountability for results can never change, however.

GOVERNANCE STYLE #1: POLICY MODEL

The board defines policies that clarify roles and responsibilities, philosophies, and expectations for the school organization, and assures a system of accountability.

Policies define the board’s collective beliefs, commitments, and vision.

Roberts Rules govern meetings and decisions are made by voting with majority rule. This model is fairly structured and expedient. There is no requirement or expectation that every member contributes dissenting views on each topic or support every decision made. Minority views of members are not always aired. It is a majority rule, decision-making culture. Sometimes decisions are made by consensus; often final decisions have been modified through discussion.

GOVERNANCE STYLE #2: CONSENSUS MODEL

Decision-making is shared and all decisions are made by consensus.

Governance policies exist, but the decision-making system is less influenced by role, e.g. board chairperson having more power and role.

Consensus decision-making requires continuous discussion, debate, reflection, exchange of views, and outcome modification until a particular decision is made to which all can agree. Some cooperative, consensus models have no leader and all responsibilities are shared, without specific definition of board and staff/administrative roles.

In a consensus model, all members are expected to participate and express opinions. More attention is given to minority interests and points of view. Consensus decisions require ongoing discussion and questioning among and between members as they attempt to understand each other and develop a compromise decision. Sometimes there is a vote.

GOVERNANCE STYLE #3: MANAGEMENT TEAM MODEL

The board defines its role to include broad policy-making, statutory fiduciary and oversight, as well as day-to-day operational management. Many more topics and decisions come to the board, more meetings are held, and more hours are spent.

Boards that govern are more connected to day-to-day progress and decisions of the school. This can be ruinous or an advantage during the first year of operation,

depending on many factors including if board members have relevant industry background or competence in assigned area of decision-making.

When a board has members functioning as part of a working leadership team, these members act as direct service providers (often volunteers) and the board workload is heavier.

GOVERNANCE STYLE #4: ADVISORY MODEL

The board defines policies and constructs its role primarily as advisory to the school leader. The board is less involved in strategic planning or discussing and debating all major concerns. Policies give a sense of how and when information is brought to the board. The board chair likely sustains a closer relationship with the school leader around school happenings. The board may meet infrequently and narrowly define its actual decision-making role, delegating many functions to the school leader. More board involvement does not necessarily equate to better results.

Boards using a hands-off, advisory model of governance can still have policies that are very focused and effective in managing for results.

A downside of the hands-off, advisory model is that over time, it may seem that the board is working for the school leader! A board whose role is strictly advisory may not have much role in overseeing its own accountability, either. On the other hand, a careful and effective organization leader may be fully independent, experienced, and productive, and totally thrive when empowered by an advising board.

ESTABLISH GUIDELINES FOR BOARD COMMUNICATIONS

A charter school board must have defined systems for 1) handling communications and concerns, and 2) using advisors and committees. This book provides working guidelines for two types of committees—board and advisory. It provides a sample policy for handling concerns and complaints, keeping the board positioned as the impartial hearing body.

START GOVERNING WITH IMPORTANT POLICIES

This book does not provide every governance policy a charter school board may need; however, sample policies provided in this guide specifically address the board's own governing behavior--form and function. A charter school starts off on sure footing with a well-informed and self-disciplined Board of Trustees at the helm, defined governance policies that provide organizational and board consistency, and a high standard of governance behavior.

A prospective board should meet, discuss, and be trained in governance policy matters before it assumes the new leadership role. At the board's first meeting, the board should adopt officers and statute-compliant governance policies to set the stage for future meetings and proceedings.

KEEPING POLICY DEVELOPMENT RECORDS

...FOR THE RECORD

Tracking a board's policy activity over time is essential but can become confusing, particularly when the board is discussing several policies at once. A helpful practice is noting each policy page brought before the board with the purpose, date, and outcome of board actions. Annotations provide a record of policy activity. For example,

Policy: Public Use of School Buildings

[policy text is sent to the board multiple times for action
and each time the date and action is noted for the record.]

The page bottom has the following notations]

First Reading:	April 1, 2002	Approved as Drafted
2 nd Reading and Adoption:	May 1, 2002	Remanded back for revision
3 rd Reading and Adoption:	June 1, 2002	Adopted
Reviewed:	June 20, 2003	No Action Taken

According to typical policy coding systems for public school board policies, Governance policies comprise Section B. Section A is typically for organizational foundation policies, e.g. the school's legal status; the school's charter, goals, and means of evaluating accomplishments; and policies of non-discrimination that define the culture of the school.

PUBLIC ACCESS TO BOARD POLICY

Copies of board policies should be made available through your local library. In addition, a policy manual should be in each school. Policies are often posted on the school's web site. Citizens have a right to obtain copies of any public school's policies and procedures. Schools may charge a reasonable copying fee to cover costs (usually defined in a policy).

Section II. SAMPLE GOVERNANCE POLICIES

BOARD OF TRUSTEES LEGAL STATUS

The <name of school> Board of Trustees derives its authority from the New Hampshire statutes, RSA 194-B and applicable charter school rules of the State Board of Education.

RSA 194-B provides for the establishment of charter schools as independent public schools linked to the Department of Education for purposes of reporting and oversight, and governed by a board of Trustees who "shall have general supervisory control and authority over the operations of the school."

BOARD GOVERNANCE PHILOSOPHY

The <name of school> Board of Trustees embrace a view toward governance that is strategic, future-based, prudent, positive, ambitious, and deliberative. Our beliefs encourage sharing of diverse viewpoints, reinforce the centrality of board policy-making, and empower the school's faculty and leaders with clear direction.

More specifically, the Board will:

Operate in awareness of its trusteeship obligation to its charter and stakeholders,

Acquire the skills and knowledge that make for board excellence; support each other's learning; and assess the board's growth and progress through annual evaluations, compilation of board activity throughout the year, and other measures.

Lead the organization through the careful establishment of the broadest organizational policies with a primary focus on results developing a school that accomplishes its mission.

Accept collective responsibility for excellence in governance, using the expertise of individual trustees to enhance the work of the Board as a body and provide valued advisement to school leaders

Monitor and discuss the District Board's process and performance regularly for continuous improvement. Assure we constantly know 1) are status in meeting our goals, 2) where we need to go to meet our goals, and 3) the best strategy to use.

Seek input from various sources including staff, students, alumni, employers, and other community members on board policies on purposes.

In decision-making, focus on productivity and success; continually consider how Board actions will increase opportunities and improve learning.

Make decisions by majority vote, and support decisions made.

BOARD OFFICERS

The officers of the Board of Trustees for the <name of school> shall be Chairperson, Vice Chairperson, and Secretary.

Each officer shall serve a <length of term> year term beginning at the annual organizational meeting. Annually, a slate of positions and terms will be available for the record.

The Board Secretary or the school's coordinator/administrator shall serve as Clerk of the Board.

[Note: The Board of Trustees could have other officers, e.g. Treasurer, Parliamentarian. Typically, officers serve a one-year term. This does not preclude re-election unless board policy limits terms.]

PARLIAMENTARY PROCEDURE

Roberts' Rules of Order, Revised, and the provisions of New Hampshire Education Laws Annotated shall govern the procedures of the <name of school> charter school.

Deliberation will be fair, open, and thorough, but also efficient, timely, orderly, and to the point, utilizing the most current version of *Robert's Rules of Order*

[Note: This is a customary policy of public school districts and provides a structured system for managing meetings. Paperback editions of *Roberts' Rules* are available inexpensively, and most people are familiar with these procedures.]

METHOD OF ELECTION OF OFFICERS

The three officers of the Board—the Chairperson, Vice Chairperson, and Secretary—shall be elected by majority vote of those present* at the annual organizational meeting and shall serve until the next annual organizational meeting.

Any board officer vacancy may be filled at any meeting of the Board provided that all members of the Board have been so notified prior to any meeting at which a Board officer vacancy will be filled.

[Note: “Present” does not exclusively mean physically present. A board member may participate via a conference call or through computer meeting software. The board member must be able to hear and participate in the proceedings.]

BOARD OFFICERS: CHAIRPERSON

In fulfilling all duties and providing leadership to the Board of Trustees, the Chair must follow, and assure others follow, Board policy and all laws that apply.

The Chair of the Board of Trustees shall preside at all meetings in accordance with Board policy and parliamentary procedure.

Other duties include, but are not limited to, the following:

- Determine agenda with the assigned school coordinator/administrator,
- Sign contracts and other instruments on behalf of the Board, but only if so authorized by the Board,*
- Appoint a member to act as Secretary when the Board's assigned Secretary is absent,
- Appoint Board subcommittees and assign a chairperson,
- Appoint Board members to represent the Board with government offices, organizations, or school districts,
- Select members of advisory committees to the Board, in consultation with the Board,

- Present the Board a roster of Board subcommittees and advisory committees at the annual organizational meeting so the Board can determine if continuation is desired or necessary,
- Cancel and/or reschedule Board meetings for good cause after consultation with Board members and the school coordinator/administrator,
- Direct the school coordinator/administrator to call special meetings and/or emergency meetings of the Board, as necessary,
- Maintain communication with the school coordinator/administrator, as needed.

*The Chair of the Board shall have such other powers and duties as the Board may from time to time determine.

[Note: It is customary for the Chair of the Board to be authorized to sign contracts, e.g. with personnel, whose employment or services the Board has approved.]

BOARD OFFICERS: VICE CHAIRPERSON

The Vice Chairperson shall have the powers and duties of the Chairperson during his/her absence or disability, and shall have such other powers and duties as the Board may from time to time determine and assign.

[Note: The Vice Chairman could have a specific function other than assuming Chairperson duties in the Chairperson's absence. The Vice Chair could have one or more responsible functions, e.g. liaison to sending district school boards, or board specialist for long-range facility planning.]

BOARD OFFICERS: SECRETARY

The Secretary shall record or cause to have recorded the minutes of all organizational, regular, special Board meetings, and any non-public sessions. Procedures for recording minutes are outlined as follows:

- Record all votes at Board meetings by last name, except unanimous votes may be recorded as such,
- Record in the minutes of all public meetings and other proceedings the full names of members and persons appearing before the meeting (persons in the audience do not need names recorded),
- Record a brief description of the subject matter discussed,
- Record final decision(s) of any Board action,
- Provide draft minutes for public inspection, so labeled, within required timelines*,
- Make any corrections to the draft minutes that may be necessary following the Board meeting where minutes are reviewed and approved,
- Sign the final copy with any adjustments after acceptance by the Board, and return original, approved copy to the

school's administrative office for filing in the permanent school record.

The Secretary shall have such other powers and duties as the Board may from time to time determine.

[Note: The Board may want the Secretary to request obtaining sets of minutes from sending districts to follow what is happening in districts whose students are in attendance, reviewing these, and keeping the board apprised.]

*Reference: RSA 91-A Right to Know currently requires that minutes of meetings must be available for public inspection within 144 hours of the public meeting and within 72 hours of non-public sessions. Implementation guidelines for RSA 91-A are available from the New Hampshire Attorney General and are posted on the New Hampshire web site.

CLERK OF THE BOARD

The Board Secretary or school coordinator/administrator shall serve as the Clerk of the Board.

The Clerk Shall:

- Notify members of each meeting,
- Assure that any meeting of the Board is properly posted,
- Prepare the meeting agenda with the Board Chair,
- Notify members of agenda corrections, if known,
- Provide each member with a copy of the minutes of the previous meeting(s), together with an agenda for each meeting, in advance of each regular meeting (and, as is possible, in advance of each special meeting),
- Receive all communications addressed to the Board:
 - a) present such communications to the Board, as appropriate,
 - b) keep Board apprised of critical topics in context with communications addressed to the Board,
 - c) ensure all communications to the Board are answered, providing explanation for any communication that may be redirected.
- See that all votes and policies adopted by the Board are disseminated,

- Have such other powers and duties as Clerk as the Board may from time to time determine.

[Note: The Clerk is usually the administrator within the school who assures that the meeting is posted, the agenda is written out, that materials for the meeting get into the hands of Board members for review before the meeting, opens Board mail, makes copies of policies and policy manuals to have available for teachers and parents. These responsibilities often involve important procedural details.]

NEW MEMBER ORIENTATION

Prior to the first Board meeting of a new Board member, or as soon as can be scheduled, the new trustee shall be provided concise orientation with supporting materials to the Board member.

Such orientation shall include the following:

- Copy of the school's charter and recent Board meeting minutes, with explanation,
- Pertinent statutory matters regarding Board authority to supervise and manage a chartered public school and public funding,
- Pertinent Board policies, including policies on Board organization and function,
- Roles and responsibilities of the Board and Board officers, school coordinator/administrator(s), and school administrative or other advisors,
- Budget and insurance provisions,
- Other materials that the Board and/or school coordinator/administrator or technical advisors deem pertinent.

The purpose of orientation is to assist new Board members in understanding the Board's governance philosophy; the role, responsibilities, and limitations of individual Board members; the mission and charter of the school; the status of finances; and functions of the Board as a whole.

[Note: Board governance training is one of the key difficulties of charter schools and all public schools. The Board as a whole can and should request training in multiple areas so that the Board acts in an informed and successful manner.]

BOARD MEMBER AUTHORITY

Because all power and legal authority of the Board of Trustees lie in its action as a group of the whole, individual members exercise authority over charter school affairs only as they vote, reach consensus, or delegate as a group of the whole at a legal meeting of the Board.

In specific instances, a member, including the Chairperson, may have authority to act but only when the majority of the Board delegates such specific authority to him/her. In all other instances, an individual member has no power or authority.

The Board shall provide information to its members, the faculty, administration, and public so all are aware that only the Board as a whole has authority to take official action.

[Note: This is a difficult matter for many board members and others to grasp, as it seems logical and tempting for individuals to wear their Board status into the schools, and sometimes inappropriately start giving directives to employees of the school. The concept of a Board, though, is of a group with decision-making authority when a quorum meets and acts as one.]

UNEXPIRED TERM FULFILLMENT

Any member who for any reason cannot fulfill the term of his/her office should provide timely notice in writing to the Board Chair.

The Board will make appointments to unexpired terms as follows:

- An announcement of the vacancy will be published within the school community and to any other parties or businesses the Board desires to contact. Such announcement can precede the effective date of resignation by a Board member.
- At the Board's discretion, the announcement of vacancy will provide information for any individual to communicate interest to the Board, c/o the school coordinator/administrator's office,
- The Board, or a subcommittee of the Board, will interview potential appointees. If still a member of the Board, the resigning member may participate in this process,
- In certain circumstances, as prescribed in RSA 91-A:1, the Board may meet in non-public session to discuss the potential appointees,

- The Board will appoint the new member at a public meeting. Such action will be noticed on the agenda for that meeting.

Newly appointed Board members shall serve until the completion of the unexpired term. An additional term is at the discretion of the Board.

[Note: A Board needs all seats filled, particularly a small Board of Trustees. Generally, the Board is always mindful of potential Board members. If the school has a place on its bulletin board or website for “openings,” then a Board opening should be posted promptly.]

SCHOOL ATTORNEY SERVICES

The Board recognizes the complexity of chartered public school operations may require procurement of professional legal services. These services will be reviewed annually at the Board's annual organizational meeting.

A decision to seek legal advice or assistance on behalf of the school shall normally be made by the coordinator/administrator or by persons specifically so authorized. Attorney services may also be retained as a consequence of formal Board direction; however, individual Board members are not authorized to seek legal advice on behalf of the Board without Board authorization.

Some legal assistance to the school's coordinator/administrator is routine for day-to-day operations. The Board of Trustees, however, directs those administering the school to expeditiously advise the Board regarding initial or continuing authorization whenever the amount or type of legal services will exceed budget or indicates a significant potential concern.

[Note: Administering day-to-day operations of a public school - even an innovative one - involves dozens of legal details.

Administrators frequently need to pick up the phone and check on a procedural detail. The less experience one has in school law, the greater the need for legal, technical advice. A charter school Board may have options for obtaining technical assistance; however, whoever is administering the school will need access to technical advice.]

BOARD MEMBER CONFLICT OF INTEREST

The Board of Trustees is committed to high ethical standards that secure the public's trust. Accordingly, Board members are expected to become familiar with and observe recognized, quality standards for conflict of interest.

A conflict of interest exists when a person has one or more personal, business, or financial interests or relationships which could cause a reasonable individual with knowledge of the relevant facts to question the school member's integrity or impartiality in his/her decisions.

For purposes of having a high standard regarding conflict of interest, the following shall apply:

1. No member of the Board will have any direct pecuniary interest in a contract with the charter school, or in the purchase or sale of any school property or equipment of the schools. This provision does not apply to compensation paid to a teacher employed by the charter school who also serves as a member of the board of trustees. In a particular circumstance and for good reason, the Board reserves the right to solicit paid services from a member when those services are not available elsewhere or are in the best interests of the school.
2. A member of the charter school Board of Trustees is prohibited from serving as a member of the board of employee or agent or a contractor with a for-profit entity with whom the charter school contracts, directly or indirectly, for professional services, goods, or facilities.*

3. Once appointed to the Board, a Board member is expected to disclose any personal, business, or financial relationship with vendors or applicants doing business or proposed to do business with the school.
4. Board members (and school officials) who make decisions about hiring, contracting, or selecting vendors should disclose if a potential conflict or an appearance of conflict exists.
5. A Board member must abstain from any discussion or vote regarding family members employed by the Board in any capacity,
6. No member of the Board will solicit any favor, gift, or other items of monetary value, improperly use school property, use his/her school board status for personal benefit, or make unauthorized promises or commitments on behalf of the school board.

Whether or not a Board member disqualifies him/herself from the decision at hand is based on that person's ability to be an impartial decision-maker.

[*Note: The above sample of selected wording is taken from Minnesota Charter School Statute and Federal Register guidelines for conflict of interest.]

BOARD WORK COMMITTEES & OFFICIAL REPRESENTATION

The Board of Trustees may authorize one or more of its members to serve on a board subcommittee or to act as an official Board representative to other associations, school districts, or offices for any matter pertaining to the business or policy of the school. No opinion, decision, or commitment on behalf of the Board, however, can be made by a Board representative or subcommittee without Board authorization at a properly warned meeting of the Board.

The Chairperson of the Board of Trustees appoints Board subcommittee members and designates the chairperson of the committee

Determination/Formation:

The need for work committees or Board representation shall be determined by the Board as a whole. The Board shall:

- Determine need by consensus,
- Clarify reason and charge for the committee or representation,
- Designate the interval at which the Board will receive reports,
- Provide guidelines regarding any encumbrance/expenditure of funds, decision-making, timelines, report requirements, etc.,
- Clarify need for support or resources, e.g. space to meet, postage, reference materials.

Member Responsibility:

Any Board member appointed as a Board committee member or Board representative shall:

- Become informed on the specific topic, the committee's or member's charge, and any established schedule to meet and/or accomplish assigned tasks

- Keep minutes of meetings,
- Provide leadership on the assigned topic or task at Board meetings,
- Ensure no opinion, decision, or commitment on behalf of the Board as a whole is given unless specifically authorized to do so, and seek such clarification, if needed,
- Ensure any announcement or press release is cleared with the Board Chair or his/her designee,

Dissolution:

- Committees or representatives appointed to accomplish a specific goal shall be dissolved or have assignment concluded upon completion of the goal,
- Committees or representatives appointed for the school year shall be dissolved or have assignment concluded at the close of the school year,
- Committees or representative assignments may be dissolved at any time by a majority vote of the Board,
- If requested, the dissolving committee or member representing the Board will provide a summary of activities or any other requested report for the Board.

The Board Chair and the school coordinator/administrator or Board <title of industry advisor> are non-voting, *ex officio* members of all committees of the Board. Additionally, any board member may attend and participate in the discussion of any meeting of any Board committee, whether said member is appointed or not; however, only appointed Board members shall vote on committee decisions.

The existence of Board of Trustee committees and representation should be reviewed by the Board annually at its organization meeting to determine if continuation is desired or necessary, and/or if any new charge should be assigned.

BOARD AD HOC COMMITTEES, Example I

The Board shall operate as a committee of the whole.

The Board may establish ad hoc committees when, in the judgment of the Board, such ad hoc committees are appropriate and required for the completion of a specific project or task. When such ad hoc committees are formed, the Board shall approve a statement of the committee's charge as well as a time-line for the completion of the committee's work.

The Board Chairperson shall appoint the members of the ad hoc committees and name the committee's chair from among its members. When appropriate to the committee's task, its members may include persons from the staff or from the community.

It is the responsibility of ad hoc committees to complete the assigned task and to prepare a written report or to deliver an oral report to the full Board. When this task is completed, the committee shall be discharged.

Ad hoc committees do not exercise control or authority over the school's administrator or the staff.

Ad hoc committees have no independent authority or power to act in lieu of the Board of Trustees, except when formally given such authority for specific and time-limited purposes.

BOARD ADVISORY COMMITTEES, Example II

From time to time and as needed, the Board will seek guidance from advisory committees as one means of involving and gathering input from members of the charter school community. The purpose of all advisory committees is to provide advice to the Board of Trustees by conducting studies, identifying problems, and developing options and recommendations that enhance the decision-making process of the Board.

The authority to make decisions, issue contracts, obligate school funds, etc, continues to reside in the powers and duties of the Board as imposed by statute.

Determination/Formation:

The Board as a whole shall determine the need for advisory committees. The Board shall:

- Determine need and establish the advisory committee,
- Clarify the reason and charge for advisory committee,
- Determine the size and composition of the advisory committee,
- Designate the interval at which it will receive reports,
- Provide guidelines regarding encumbrance/expenditure of funds, decision-making, timelines, report requirements, etc.,
- Clarify need for support, e.g. space to meet, postage, reference materials.

Advisory Committee Responsibility (Chairperson):

The advisory committee's chairperson shall:

- Establish schedule of meetings, providing advance notice of meeting times to the Board for posting purposes,
- Keep minutes of meetings,
- Seek clarification from the Board as a whole whenever role or

responsibility is unclear to self or others or whenever an opinion or decision of the Board is needed,

- Ensure no opinion, decision, or commitment on behalf of the Board is given unless specifically authorized to do so by the Board as a whole,
- Ensure any announcement or press release is cleared with the Board Chair or his/her designee,
- Prepare a task-completion report or year-end report to submit to the charter school Board.

Dissolution:

- Advisory committees appointed to accomplish a specific goal shall be dissolved upon accomplishment of the goal,
- Advisory committees appointed for the school year shall be dissolved at the close of school in the school year in which they are established,
- Advisory committees may be dissolved or extended at any time by majority vote of the Board,
- If requested, the dissolving advisory committee will provide a summary of activities or any other requested report for the Board.

The Board Chair, school coordinator/administrator, and Board technical advisor are non-voting, *ex officio* members of all advisory committees of the Board. Additionally, any Board member may attend and participate in the discussion of any meeting of an advisory committee, whether said member is appointed or not; however, only the appointed committee member shall have the right to vote on committee consensus decisions. All advisory committee meetings shall be open to the public.

The Board of Trustees Chair, in consultation with the Board, will select members of advisory committees.

REGULAR MEETINGS

In order to allow for full participation by all Board members and the public, regular meetings of the Board of Trustees will be held each month at a consistent day, time, and place.*

Meetings may be canceled or moved to another day for good cause by the Chair, after consultation with the other Board members and the school's administrator. Under exceptional circumstances, an individual Board member may request at a regular meeting that a subsequent meeting be rescheduled. Consideration by the full Board will be given to such requests.

It is anticipated that less frequent meetings will be required when school is not in session.

[*Note: Although exceptions occur, it is helpful for Boards to establish a predictable schedule for meetings. Some Board policies identify a specific day within the month, time, and place e.g. ...on the second Thursday of the month, 2:00 p.m., at the ABC meeting room.]

SPECIAL MEETINGS

Occasionally the business of the Board cannot be completed or adequately handled at regular meetings and special meetings are required. It is the intent of the Board to allow flexibility for scheduling additional or special meetings, as needed.

The Clerk or his/her designee shall call special meetings either when so directed

- 1) by the Chair, or
- 2) by the formal request in writing by two members of the Board. At least twenty-four hours' notice of a special meeting shall be given each member and the meeting notice shall also be posted in accordance with RSA 91-A:2.

Any action taken at special meetings must have the concurrence of a majority of the entire Board. Any special or emergency meeting without notice shall be valid only if all of the members attend such meeting or waive participation or notice thereof in writing either before or after the meeting.

Reference: RSA 91-A:2

ANNUAL ORGANIZATIONAL MEETING

The Board of Trustees shall organize annually at its first regularly scheduled meeting after January 1st of the new year. Every member shall be notified of the meeting for organization. This meeting shall be called to order by the Clerk of the Board or other non-board member who shall preside until the election of a Chairman.

[Note: It is customary to have someone other than the current Board chairman call the organizational meeting to order, ask for nominations for a Chairperson, handle the vote, and then turn the meeting over to the elected Chairperson. In this way, no awkwardness exists if the current Chairperson is not re-elected.]

NON-PUBLIC SESSION

The <name of school> Board of Trustees reserves the right to sit in non-public session, closed to the public and media, when a majority of the members present and voting so vote. As required by law, the motion calling for a non-public session will indicate the nature of the items to be discussed.

The Board may entertain a motion to hold a non-public session only for those specific purposes which the law recognizes. For the list of reasons permitted by law, see RSA 91-A:3.

The Board may take no official, final action at a non-public session except as allowed by RSA 91-A:3. In order to act upon most items considered during a non-public session, the Board will convene or reconvene in open session. That such a meeting was, or will be held, will be recorded in the minutes of the preceding or subsequent open session of the Board. Board members and any persons attending a non-public session are duty-bound not to disclose any details of the discussion held.

The school's coordinator/administrator or technical consultant will attend all non-public sessions except those, which pertain to his/her own employment.

It shall be the policy of the Board to notify individuals or parents of students

discussed in non-public session of that discussion within seven calendar days of the non-public session meeting. It shall also be the policy of the Board to require the administration to make the best attempt to notify individuals or parents of students whom they intend to discuss in detail in non-public session at least 48 hours prior to the planned meeting.

The intent of this policy is to provide the Board with as much input as possible on all issues as well as to protect the rights of the individuals discussed.

The Board may reserve part of the non-public session for an exclusive meeting attended by Board members and administration only.

[Note: Specific statutory requirements and timelines are embedded in this policy but the school's clerk or secretary should have a copy of the most current Right to Know statute.]

BOARD ETHICS, Example I

The <name of school> Board of Trustees recognizes its role as overseers of public education commit to the following code of ethics. Board members will:

- Recognize that the Board’s function is the provision of education and strive to maintain a balance between fiscal responsibility and a accountability for results,
- Uphold applicable federal and state laws and local ordinances,
- Uphold and promote policies of the Board,
- Preserve and protect the civil and human rights of all members of the school community,
- Respect the confidentiality of information that is privileged, including all non-public session discussions,
- Avoid being placed in a position of conflict of interest,
- Respect and encourage the expression of opinion by all Board members; hear fairly individual opinions and work in a spirit of harmony despite differences.
- Remember that each members is one of a team; strive for teamwork and respect four aspects of this role:
 1. that Board decisions can only be transacted at official Board meetings,
 2. that no member of the Board has individual authority and, therefore, cannot make unauthorized commitments on behalf of the

Board,

3. that each Board member should freely ask questions and give opinions and know that this involvement is valued and important,
4. that once the majority of the Board makes a decision in good faith, it is the decision of the Board, and
5. that Board members should support cohesiveness in the school's culture and not speak against any final decision that was reached in good faith.

BOARD CODE OF ETHICS, Example II

Each member of the Board is an appointed representative and must embrace the public's trust. The District Board members' obligations, as a group, are both legal and ethical. Each member promises to carry out his/her duties with the very highest ethical conduct and to carry out the Board's requirements under the applicable New Hampshire statute, official charter, and federal laws that apply.

Board members must assure that all actions and decisions are done to better serve students since this is the primary reason for the school's existence.

Board members must maintain loyalty to the interests of the charter school's purpose and mission. This accountability supersedes the personal interest of any member.

Board members must help create and sustain an atmosphere in which controversial issues or different philosophical stances can be presented fairly and in which the dignity of each individual is maintained.

Board members must avoid any conflict of interest with respect to their fiduciary responsibility. Board members must maintain confidentiality of privileged information and refuse to use his/her board position in any way for personal gain.

Board members must recognize that each Trustee is only one member of a team, and that all board actions are taken as a group in such a manner that the best interests of the entire school community are advanced.

Board members' interaction with the school's leader or with staff must recognize the lack of authority in any individual member or group of board members except as noted in board policies.

Board members' interaction with the public, press or other entities must recognize the same limitation and the similar inability of any member to speak for the board.

Board members will express no judgments of the school leader or staff performance except as that performance is assessed in accordance with explicit board policies.

PUBLIC PARTICIPATION AT BOARD MEETINGS

The Board of Trustees of the <name of school> charter school recognizes the importance of stakeholder participation for school operations and for helping the school achieve its goals.

Accordingly, the Board encourages parents and others to attend its sessions, become better acquainted with the school, and share their ideas.

The Board supports the following guidelines for persons wishing to speak before the Board at a working meeting:

- At each regular meeting of the Board, an open forum will be listed on the agenda. Within time limitations, members of the public may speak on matters appropriate for public session,
- Prior to Board final deliberation of topics listed for discussion, the Chair may recognize a public member to comment on the issue at hand,
- At the discretion of the Chair, comments may be entertained at other times during the meeting.

The Board of Trustees also recognizes that the Board must have uninterrupted time to deliberate on school business. Accordingly, the following guidelines will

also apply:

- 1) Individual comments will be subject to reasonable control over length of time and the cessation of Board business for comment to be heard,
- 2) If there are multiple speakers on one topic, speakers may be given time limitations or may be limited to points of view not yet expressed,
- 3) While requests for information will be heard, challenges to or polling of individual Board members will not be considered appropriate business for the Board.

In order to ensure the business of the Board is conducted in an expeditious manner, the Chair has the authority to regulate public participation within the provisions of this policy.

PUBLIC AND SCHOOL COMMUNICATIONS AND COMPLAINT RESOLUTION

The Board recognizes that situations may arise which are of concern and interest to parents or other public members. The Board also recognizes that suggestions for school improvement can add value to the school organization and its goals.

Accordingly, the Board considers it essential to have open channels of communication where concerns and suggestions are shared with personnel and officers in a timely fashion.

It is essential that all school employees and the Board of Trustees be sensitive to the concerns of the community and individuals. It is also essential that school employees and students be protected both from unfounded allegations and from public criticism in a forum in which they cannot respond.

To these ends, the Board of Trustees will have clear, well-defined procedures for handling suggestions and complaints from parents or others, believing that such sharing is helpful in building a school community dedicated to continual improvement and active problem-solving.

The Board considers it the school's obligation to make this policy and accompanying regulations accessible to those who express suggestions and concerns.

REGULATION:

PROCEDURES FOR PUBLIC AND SCHOOL COMMUNICATIONS AND COMPLAINT RESOLUTION

Any person or group having a legitimate interest in our school is to be guided by the following procedures in presenting a complaint, concern, request, suggestion, or grievance:

Complaints brought to the school coordinator/administrator will be clarified as being either informal or formal. For purpose of this policy informal complaints will imply important but casual sharing of information that is taken under advisement. Such matters may or may not be shared with personnel. Formal complaints will imply the initiation of a process of action toward formal investigation of a serious concern and resolution of concerns. Any person being complained about must be so advised.

Procedures:

1. Persons with complaints or concerns are strongly encouraged to discuss and attempt to resolve the situation directly with the employee who handles this matter, if applicable.

2. Unsettled matters from (1) above or concerns involving the school must be directed to the school's coordinator/administrator. (Concerns involving special education or other school programs may be directed by the coordinator/administrator to the administrator of the applicable program.)

3. Persons with complaints or concerns about administrators are encouraged, but not required, to attempt to resolve the concern directly

with the administrator.

4. Unsettled matters from (2) or (3) above should be directed to the Board's designated consultant/supervisor, who will hear and investigate the situation and provide a decision on how the situation will be handled.

5. Decisions of the consultant/supervisor or his/her designee from above may be appealed to the Board of Trustees in writing. Such letters of appeal should be addressed to the:

Chair of <name of school> Board of Trustees, c/o <address of school's administrative office>.

Letters should include

- a) the facts of the situation as the complainant sees it,
- b) the reason for appealing the consultant/supervisor's decision, and,
- c) whether or not a formal audience with the Board is requested. It would be helpful to the Board if the letter also stated
- d) any desired outcome or resolution sought, if known. A copy of this letter will be forwarded to any employee involved and will be brought to the attention of the entire Board.

The Board will consider requests to hear an appeal. To be scheduled, requests should be received at least one week in advance of a scheduled meeting. If the request is approved, the person or group will be invited to appear before the Board (in non-public session if the matter may likely affect the reputation of an individual). Any employee against whom a complaint is made may appear.

All Board decisions regarding the appeal will be communicated in writing to the complainant and to the individual(s) against whom the complaint

was made, if applicable.

6. Complaints that are communicated at an inappropriate level should be redirected to the appropriate level prior to any corrective action being taken.

7. During the appeal process, the Board may request a disinterested third party review a specific situation and provide feedback to the Board.

8. Complaints about individual members of the Board of Trustees, or about the Board as a whole, shall be submitted in writing and will be brought to the attention of the entire Board.

REFERENCE: RSA 91-A: 3

AGENDA

The Board of Trustees supports having a planned agenda, which keeps the public advised of Board business, and allows the Board to address its priorities and items of importance as they arise. The following guidelines will guide agenda

The order of business set forth in the meeting agenda may be changed by general consent or majority vote of the members present. Requests for reordering or revising the agenda should be directed to the Chair and be considered at the beginning of the meeting.

In the interest of time, certain housekeeping agenda items may be placed on Consent Agenda. Generally, these items have been reviewed by Board members through documentation received prior to the meeting and require no discussion. At the beginning of the meeting, the Board Chair will make suggestions of Board agenda items to be addressed with one motion. Board members have the option of accepting or rejecting the agenda item for the Consent Agenda. Only items receiving a unanimous vote may be on the Consent Agenda.

Suggested agenda items should be submitted to the school coordinator/administrator's office at least seven (7) calendar days prior to the meeting. The Chair and the school's coordinator/administrator will set the agenda. Board members will receive the agenda with supporting materials prior to the meeting.

In accordance with RSA 91-A:2, meeting notice shall be posted in at least two (2) public places, warning each Board meeting. An agenda will be offered for posting and provided to the school staff as well.

Reference: RSA 91-A:2, II., Meetings Open to Public