

# BoardOnTrack RFP Response

Approved Charter School Board Governance Training

Prepared for the Georgia State Board of Education

BoardOnTrack, Inc.

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# Response to RFP Requirements

## 1. Overview of Entity

BoardOnTrack, [www.BoardOnTrack.com](http://www.BoardOnTrack.com), was founded by national charter school governance consultant Marci Cornell-Feist. The premise behind BoardOnTrack is to provide educational content, knowledge and resources in a way that makes the information actionable in the boardroom.

In this way, board members have access to a virtual trainer or coach year round instead of just during a one-time annual training or class. This creates a slow-drip of professional development and training and is a different model than boards are accustomed to. We believe it is more conducive to creating sustainable boards that deliver on charter promises.

Specifically, the platform provides expertise; training and web-based tools and a membership community to the boards and CEOs of charter public schools. Charter schools.

BoardOnTrack will help to leverage the efforts of your volunteer board members into real results: academic excellence and organizational sustainability.

- In-depth analysis of your board's needs and goals
- Tools to manage your board's work and documents
- The training and materials your board needs most, when you need them
- Governance support and training for your school's leader and the senior staff

Our approach, tools and strategies have been road-tested with hundreds of charter school boards nationwide, in 20 different states.

## 2. Experience and References

### Experience

Since 1996, Founder and CEO Marci Cornell-Feist has worked with hundreds of charter school boards nationwide. Over the years, she has found that charter school boards share a number of core challenges, including:



- Lack of clarity regarding exactly what they should be doing to ensure school-wide academic and organizational success
- Time wasted "reinventing the wheel" and solving problems in isolation when developing policies, procedures, goals, and strategies
- Confusion about how to measure their effectiveness and that of their school leader
- A peer network to learn from and challenge the limits of what is possible

In response, she created BoardOnTrack to provide charter school boards with the training and tools that will have the most impact towards helping them become more efficient and effective.

The BoardOnTrack governance model is about EXCELLENCE. After all, the kids in charter schools deserve nothing short of excellence, and it is the board that is on the hook to the kids, their families and the broader taxpayer base to deliver this.

The BoardOnTrack approach is not right for everyone. We demand excellence and have set a very high bar for the governance of your charter school. There are boards who are more comfortable running "average run of the mill", charter schools as one doubtful school leader once said to me.

However, if your board's objective is to strive towards excellence, if you believe that every child deserves a chance to get a high quality public education, and that a college degree is a prerequisite for everyone to have a successful career, we believe you will find the BoardOnTrack approach to be uniquely effective.

We know that a group of committed, informed volunteers can work strategically and efficiently with an exceptional leader to dramatically transform public schools across the country.

## References

For a list of references please see the References section in the Appendix.

## 3. Instructor Qualifications



### BoardOnTrack

17 Years, 500 boards in the making

- ▶ BoardOnTrack Membership is the most cost-effective and efficient way to build, train and sustain a charter school board.
- ▶ Membership centers around a data-driven governance approach that puts performance management of the organization in the center of the board's work.
- ▶ Our approach is based on 15 years in the trenches working with 500 charter school boards (more than anyone else in the country).
- ▶ Our approach links exceptional governance to great results for kids.



[www.boardontrack.com](http://www.boardontrack.com)



Marci Cornell-Feist is among the most accomplished national experts on charter school governance. She has worked with over 500 charter schools (yes, 500, count 'em) nationwide to improve their effectiveness—more than anyone else on the planet. She founded her charter school consultancy Meetinghouse Solutions in 2001, and has focused on charter school governance since the mid 1990s. After working with her first 200+ charter schools, she created BoardOnTrack to implement the most effective strategies and practices of her many clients, and as a means of spreading this information to a wider audience of charter schools.

Marci is author of the book [Board Meetings: A Guide for Charter Schools](#) and numerous articles, including two issue briefs for the National Association of Charter School Authorizers. Marci is also a co-founder of The Achievement Network, which helps schools use data-driven strategies to increase student achievement.

Earlier in her career, Marci worked throughout the nonprofit sector, including positions as a senior staffer at the Massachusetts Charter School Resource Center, Northwest Regional Director for the Student Conservation Association, Deputy Director of the Consortium/UNHCR refugee resettlement program in Lao P.D.R., and Peace Corps Volunteer in Thailand. Marci is a graduate of the Harvard Graduate School of Education and Bowdoin College.

## 4. Name(s) of training course(s) and Length

### Courses

The board completes the following assessments over the course of our annual program after which they spend time with our national governance experts analyzing the data from these assessments and then creating an action plan:

1. Board Meetings
2. Board Structure
3. Board Composition
4. Board Recruitment
5. Board Goals and Accountability
6. Finance
7. Development
8. Academic Oversight
9. CEO Support & Evaluation
10. Individual Trustee



Customized training coaching plans, centered on our knowledge base and educational materials can be found in the Appendix under the section Training Courses.

## **Lengths**

Training and development support is provided throughout the year with our online tools, scheduled coaching calls and ad-hoc board member reach out. Combined these activities and training services total no less than 12 hours per board member

An annual report can be provided that can compile board member participation in hours.

## **6. Syllabus, which includes standard(s) to which each course is aligned.**

Customized training coaching plans, centered on our knowledge base and educational materials can be found in the Appendix under the section Training Courses.

## **7. Probable delivery method for delivery of content (whole board, large or small group, virtual, etc.).**

BoardOnTrack training is delivered primarily through three methods:

1. Online On-Demand Resource
2. Regularly Scheduled Phone Calls
3. On-Demand Help Requests Through Our Software Platform
4. Email Correspondences

## **8. Proposed location(s) of training course(s).**

All trainings provided are delivered remotely via the methods described in response to requirement number 7. From time to time, in person event may be scheduled through out the year.



## **9. Fees (if any) to be charged for each training course.**

Training fees for BoardOnTrack members are \$12,995 annually.

## **10. Participant evaluations of each training course.**

BoardOnTrack retains full time personal to consistently survey member performance and collect evaluations and feedback from our members on the quality and usefulness of our provided training and supporting materials. The appendix provides a participant evaluation report.

## **11. List of charter school governing board members who participate in each training course.**

BoardOnTrack, by nature of its delivery method, makes all online training materials and supporting documents available to all board members as well as help requests through our platform and email communications.

Regularly scheduled calls are typically done with the board and school leadership but are open for all board members to join at the discretion of the board leadership.

### **Board Members:**

Matt Underwood  
Mitch White  
Melissa McKay-Hagan  
Narin Hassan  
Leigh Finlayson  
Lia Santos  
Tiffany Mitchell  
Tara Stoinski  
Ryan Camp  
Philippe Pellerin

## **12. Nepotism Assurances**

See Assurances in the Appendix.







# Appendix

## 1. References

Below is a select list of references. Additional references can be provided by request.

Greg Richmond  
President and CEO  
National Association Charter School  
Authorizers  
[gregr@qualitycharters.org](mailto:gregr@qualitycharters.org)

Aaron North  
Schools - Board Chair and a CEO  
Kauffman Foundation  
[anorth@kauffman.org](mailto:anorth@kauffman.org)

Misha Simmons  
CEO  
University Heights Charter School  
Newark NJ  
[msimmonds@uhcs-newark.org](mailto:msimmonds@uhcs-newark.org)

Matt Underwood  
CEO  
Atlanta Neighborhood Charter School  
[munderwood@atlncs.org](mailto:munderwood@atlncs.org)



## 2. Example Trainings and Materials

Here is a summary of our trainings that align to standards using the Standards for Effective Governance of Georgia Nonprofit Charter School Governing Boards.

Course Title	Domain	Standard
<b>Board Structure</b>	Governance	A. The governance leadership team adheres to appropriate roles and responsibilities, as defined in State Board rules and guidelines.
<b>Board Structure</b>	Governance	B. The governance leadership team executes its duties as defined in State Board of Education rules and guidelines and ethical standards, which govern its conduct.
<b>Board Structure</b>	Governance	C. The governing board acts as a policymaking body, separate from the roles and responsibilities authorized to the School Leader.
<b>Board Structure</b>	Governance	D. The governance leadership team demonstrates a unified approach to governing the charter school in order to assure effective fulfillment of roles and responsibilities.



<b>Board Goals and Accountability</b>	Strategic Planning	A. The governance leadership team develops and adopts the school's strategic plan
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<b>Board Goals and Accountability</b>	Strategic Planning	B. Annually and as needed, utilizing the adopted strategic planning process, the governance leadership team monitors and reports progress on performance measures.
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<b>Board Meetings</b>	Board Meetings	A. The board announces and holds meetings in accordance with the Open Meetings Act (O.C.G.A. §50-14-1).
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<b>Evaluating Your CEO</b>	Personnel	A. The governing board employs a School Leader who acts as the Executive Officer of the school.
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<b>Evaluating Your CEO</b>	Personnel	B. The governing board evaluates the professional performance of the School Leader.
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<b>Finance</b>	Financial Governance	A. The governing board upon recommendation of the School Leader adopts a budget that adheres to State law provisions and is consistent with its strategic plan.
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<b>Finance</b>	Financial Governance	B. The governing board adopts policy for sound fiscal management and monitors the implementation of the budget in accordance with state laws and regulations.
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Summary descriptions of the these trainings are provided below:

### **Topic: Board Meetings**

In general, unless there are extreme circumstances, board meetings should last no more than two hours.

They should begin and end on time. Charter schools are extremely fortunate to find trustees who believe in the school’s mission and who are willing to give a substantial amount of their time to governing the school each month. Honor them by beginning and ending according to the scheduled time.

Meetings should be well-facilitated, and the board should follow the agenda closely. Every board meeting should be focused on dealing with at least one strategic, policy-level issue. Think carefully about how best to use the group’s time. If the full board meets every month for two hours, that is only one full day a year! Board time is precious and should be used efficiently.

An advance packet of information should be sent out before every board meeting. Board members should come to the meetings having read the advanced materials, which typically provide background and context for the strategic issues to be discussed. Typically too much board time is wasted explaining facts and figures; providing these in advance allows the group to start the discussion with the same information and to focus on the strategic.



It is not necessary for each committee to report at each board meeting. They should report to the full board only if they have reached a conclusion to be shared with the board or if they wish to bring an issue to the board for a strategic discussion or vote. The same should apply to the CEO report.

*Best Practice Tip:*

Avoid simply reporting, during board meetings. Instead, committees should identify strategic issues and facilitate a board discussion around those issues.

Specific Topics Addressed in the Materials:

- 1) Complying with Open Meeting Laws
- 2) Public Comment Procedures
- 3) Taking Minutes
- 4) Developing and Attendance Policy
- 5) Developing Agenda's
- 6) Parliamentary Procedure



## **Topic: Board Structure**

The best way to figure out the strength of your board's composition is to conduct a systematic board inventory. Typically, the governance committee completes this inventory.

### **Step 1. Skills**

The committee should take an inventory of the skills you currently have on the board and the current gaps in skills that are needed. Next, you should chart out term limits and itemize when current trustees will be rotating off the board. Do you have other trustees with their skills to fill the gap, or should you be recruiting others with these same skills? It is a good idea for the governance committee to have an idea of board recruitment needs for the next two to three years.

### **Step 2. Qualities**

The committee should look at the qualities that you may want or need on the board. Are there enough trustees with a good sense of humor on the board? Will the "devil's advocate" be rotating off at the end of this year? Are there enough entrepreneurial trustees on the board that thrive in startup situations? What are the additional value-added characteristics that new trustees could bring to enhance the functioning of the group? Clarify if there are qualities that you think all trustees should have.

### **Step 3. Diversity**

The committee should examine current and desired levels of diversity on the board. Will both the board's Hispanic members be rotating off at the same time? Do you need more women on the board? Has there been a recent shift to a large percentage of trustees that live in the suburbs rather than in the city that ideally the committee would like to correct?

### **Step 4. Create a Prioritized List of Board Expansion Needs**

Once the inventory is complete, the governance committee should create a prioritized list of ideal board candidates. Be as specific as you can. The more explicit you can be, the more likely you will be to get a candidate who is truly a good fit for your board. Saying, "We want a Hispanic woman, who is an accountant and lives in the city" will be much more helpful than just saying "We need an accountant." The latter may cause you to reach out to your local chapter of Hispanic MBAs, while the former may have you casting too wide a net that won't yield the right candidate for your board.



### **Step 5. Share Your Findings with the Full Board**

Share the board inventory and a prioritized “Ideal Board-Candidate List” with the full board and the organization’s CEO. The full board and the CEO should weigh in and then vote to approve the prioritized types of candidates the governance committee will be looking for.





## Topic: Evaluating Your CEO

Learn how to organize the board to participate, develop a realistic implementation calendar and have time to ask our HR expert your burning questions on conducting an effective end of year CEO evaluation.

One of the most important roles of a charter school board is to hire and then annually assess the performance of its top leader<sup>[1]</sup>. Best practices indicate the value of following a formal process to gather data from multiple constituents and review performance relative to goals and competencies required for the job. This ensures the CEO is clear on what the board expects, and understands how he or she is doing relative to those expectations.

When this process is executed effectively, it can lead to higher engagement, productivity and retention of the CEO and ultimately result in a better learning experience for students. Having clarity on goals and frequent dialogue on performance can also make the job of the board easier if and when performance issues surface. Many boards recognize and understand the significance of this responsibility, yet may not plan for it adequately or know what process to follow.

BoardOnTrack has outlined a process including a timeline with actions as well as an evaluation tool for boards to use that is confidential and electronically administered.

Below is an outline of the framework with actions to take for each:

- 1. Prepare – Plan and get ready to kick-off the annual evaluation cycle**
  - a. Ensure CEO goals have been set, clarified and agreed upon at the beginning of the year. If not, create them with input from the CEO
  - b. Appoint a specific CEO Support and Evaluation Taskforce to coordinate the process; review evaluation tool for relevancy and determine who will be providing feedback
  - c. Create and review process and timeline with the CEO, full board and/or applicable committee to ensure buy-in and understanding
  
- 2. Launch – Officially begin the review cycle by launching the tool and getting feedback**
  - a. CEO completes a self-evaluation including an update on goals



- b. Announce survey has launched and distribute link to the full board and senior staff including sharing CEO self-evaluation with participants
- c. Participants provide feedback via the survey tool

**3. Assess – Review the data to assess and evaluate the CEO’s overall performance**

- a. Close the survey
- b. Compile and analyze the data
- c. Determine overall performance rating and themes for discussion

**4. Communicate – Share the results with the full board for review and discussion with the CEO**

- a. Provide results to the full board in closed session for alignment and discussion
- b. Board chair and at least one other board member conducts performance evaluation discussion with CEO
- c. Action items based on results are discussed and agreed between board and CEO

**5. Execute – Determine next steps, evaluate the process and begin to implement recommendations**

- a. Act on reward/recognition opportunities and/or performance plans if applicable
- b. Set goals for the next year
- c. Evaluate the process to determine what went well, what should be changed for future years and gain signatures on evaluation results for the files that indicates discussion was held.

This framework is reviewed annually via scheduled coaching calls. Our membership program includes the checklist planning tools, questionnaire and grading framework as part of the annual program.

<sup>[1]</sup> Charter schools come in all shapes and sizes, and they call their leader a wide range of terms: Executive Director, Head of School, School Director, Principal and CEO. In BoardOnTrack lexicon, we have chosen to call the person at the very top of



the org chart the CEO. A charter school is a multi-million dollar public enterprise and many of the flaws of charter schools come from not having the right leader/leadership structure in place. The schools that we see be successful typically have some one at the top of the organization chart who serves as a CEO—some one who is not just the instructional lead, but can conduct effective oversight of the financial health and operational systems as well as fundraise and work effectively with the board.



## Topic: Recruitment and Succession Planning

To ensure schools can consistently provide strong results for students and families, CEOs and boards MUST ensure that their organization has a written emergency succession plan and a set of policies and approaches that are building the future generations of leadership of the organization, even from the organization's earliest years.

1. **Emergency Succession Planning:** Making sure that there is a written plan which enables the board, school staff, and families to be clear on which staff would be responsible for key responsibilities and which staff would report to the board in the event that a sudden emergency prevented the CEO from continuing in his or her role.
2. **Long-Term Talent Development Strategy:** While this can be as specific as agreement on a future successor for the CEO and a timeline for the transition, for most organizations we work with, it is a more general planning process to ensure that the organization has in place policies and practices to build the next generation of leadership.

### Emergency Succession Plan

This plan clarifies who would be responsible for managing which aspects of the school and who would report to the board, in the event that the CEO becomes suddenly unavailable to do his or her job.

### Procedure for Plan Development

1. The creation of an emergency succession plan originates with the CEO.
2. The CEO should draft a plan, share this with the CEO Support and Evaluation Committee or Taskforce<sup>[1]</sup>, receive feedback, and revise as necessary.
3. The revised document should be shared with the full board for an official vote to accept the emergency succession plan.



### **Creating a Draft Emergency Succession Plan**

1. Take the CEO job description (after confirming that it truly reflects the CEO's major responsibilities) and list the categories of the main responsibilities, with notes on the key pieces of each.
2. Assign each category of responsibility to specific staff members. Ideally, responsibility for the entire job would rest with one successor, in an emergency, but often this is not feasible. If it is not, BoardOnTrack recommends that you divide the responsibilities between no more than two or, if unavoidable, three people. An example template is below.
3. After you have completed this process of outlining responsibilities and assigning them to one to three staff members, we recommend that you consider carefully what skills or background knowledge these staff members might need to develop in order to fulfill these succession responsibilities successfully. Then create action plans for meeting these learning needs. An example of this type of consideration and planning is summarized in the rightmost column on the example table below.



## Topic: Board Goals and Accountability

1. **Assess Your Board:** As mentioned above, we highly recommend using BoardOnTrack's built in Board Assessment Tool to get a sense of your board's strengths, areas to improve, and an accurate understanding of where your board is on its path to excellence as articulated in the "capability maturity model". This data can be used as a springboard for creating a set of board goals.
2. **Structure Your Board for Success:** Governance is leadership. Make sure you have officers in place with clear job descriptions, to provide direction to the board. In addition, active committee work in between board meetings is crucial. Make sure you have appointed strong committee chairs and have organized your board members into the necessary committees.
3. **CEO Creates a Set of OKRs:** You should have a set of "management-level" OKRs'. These articulate what your CEO or School Leader is on the hook to deliver] this year. Your charter contract and accountability plan with your authorizer should provide the backbone for these. These should be vetted by the appropriate committee and ultimately brought to the full board for approval. The CEO's annual evaluation should be directly tied to the achievement of these OKRs'.
4. **Board Committees Create a Set of OKRs:** The committee OKRs' represent the key work of the board for the year and the governance focus. Committee OKRs rolled up together articulate how the board will add value to the organization. The committee OKRs should complement the CEO's OKRs, should ultimately be brought to the full board for approval.
5. **Board Approves CEO and Committee OKRs:** It's important that the whole team understands and agrees with the objectives and key results. You should officially vote and approve both sets of OKRs. Carve off time for a board retreat or a deeper strategy session to review these in depth. Getting the team aligned at the outset will make implementation much smoother.
6. **OKRs entered into dashboard:** The final objectives and key results should be tracked in the BoardOnTrack dashboard. For the board goals we highly recommend that you take the OKRs one step deeper and assign tasks to individuals to clarify expectations of who is doing what to achieve the key results.
7. **Use the dashboard at each committee and board meeting:** The planning is only as good as the action that follows. Use the dashboard to review the OKRs at each board meeting and committee meeting. Update the associated tasks regularly and you will stay on track and be amazed at your traction in achieving your key results and ultimately your objectives.
8. **Recalibrate quarterly:** Sync up as a team once a quarter to reflect on your progress, where things are getting bogged down, and recalibrate as needed.
9. **Annually review and recalibration:** Annually you should reflect on what you



achieved, what didn't get done and create a revised set of OKRs for the new school



## Topic: Finance

- 1. General Purpose:** Working with the CEO and the organization's chief financial officer (CFO) to create the upcoming fiscal year budget, presenting budget recommendations to the board, monitoring implementation of the approved budget on a regular basis, recommending proposed budget revisions, and recommending to the board appropriate policies for the management of the organization's assets.
- 2. Appointments and Composition:** The members of the finance committee shall be the treasurer of the board who shall serve as chair, the board chair who shall serve as an ex-officio member, together with other trustees appointed by the chair with the advice and consent of the board in accordance with the bylaws.
- 3. Responsibilities:** Prepare an annual budget for the organization in collaboration with the CEO and CFO. Also in collaboration with the CEO and CFO, develop and annually revise a five-year financial forecast and develop long- range financial plans based on the forecast. Arrange for an annual audit to be provided to the board of trustees. Provide oversight of the procurement process. Review monthly financial statements and variances from budget, and recommend action to the board, as appropriate. Create specific measurable board-level goals for the year as part of the full board planning process. Develop and implement a board-level training program to ensure that all trustees (especially those without a financial background) can be effective stewards of the organization's financial resources. Report to the board of trustees at regular meetings of the board in a manner determined by the board. Annually evaluate its work as a committee and the objectives it has committed itself to and report on the same to the board of trustees.





## Example BoardOnTrack Program Evaluation

### BoardOnTrack Program Evaluation

**Instructions:**

Thank you for being a BoardOnTrack member. Please respond to ALL the questions below to help us to improve our annual program, training resources, and coaching services.

Name: \_\_\_\_\_

Organization: \_\_\_\_\_

Date: \_\_\_\_\_

**For each item below, please circle only a single appropriate response.**

	<u>RESPONSE</u>		
	NOT AT ALL	SOMEWHAT	VERY MUCH
1. The training and coaching is well organized.	0	1	2
2. The coaching sessions were relevant to my needs.	0	1	2
3. The coaches were well prepared.	0	1	2
4. The coaches were receptive to comments and questions asked during sessions.	0	1	2
5. The exercises and assessments helped me to learn the material.	0	1	2
6. There was enough time to cover all materials.	0	1	2
7. The training and assessments enhanced my knowledge and skills.	0	1	2
8. I expect to use the knowledge and skills gained from this training to improve governance	0	1	2



## Nepotism Assurance Agreement

As an instructor/trainer for BoardOnTrack, Inc. I will not provide Local Board Governance training to local board members who are immediate members of the instructor/trainer's family without obtaining prior approval from the State School Superintendent or his designee. For the purpose of this assurance, immediate family members shall include a spouse, child, sibling, parent or the spouse of a child, sibling or parent.

A handwritten signature in black ink, appearing to read "Neri Allert".

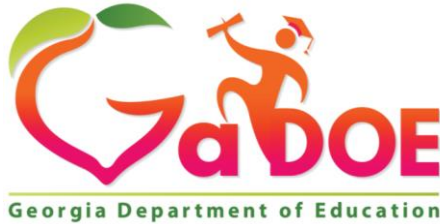
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Sign

6/06/2016

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Date



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***Richard Woods, Georgia's School Superintendent***

*"Educating Georgia's Future"*

Please provide responses to all three hypothetical questions given below.

**Hypothetical #1** – You are working with Charter School XYZ's founding board that is comprised of mostly parents. The school is in its first year of operation. The board has hired a principal and the principal has hired a staff. The school is located in a wealthy part of town and does not provide transportation. As a result, the students are majority high income. The board has issues with the way that the teachers are trained and on-boarded onto the staff. The board also has concerns that their Principal is not handling carpool well. Some teachers are complaining that the principal is too strict. Lastly, the facility has had many issues and concerns including a leaky roof. As a result of all of these things, the board is meeting today to consider firing the principal. Also one board member is related to a teacher.

- How would you advise this board in terms of duties, roles and responsibilities, and next steps?
- What are some considerations moving forward to avoid these conflicts?

**BoardOnTrack Response**

The first issue to discuss with the board is their overall role as a governance board. Charter School Boards are governing boards of public entities. Given this, their role is limited to policy and strategic decisions and ought not spread into the realm of managerial type decisions; those should be left to the school leader, here the principal. As for the carpooling issue, the board should be concerned regarding the makeup of its school and whether the student population is sufficiently diverse. If this is a strategic priority for the board, it should consider developing new policies or goals with respect to carpooling, which should then be implemented by the principal and his/her staff. If these policies are not followed or if the goals are not effectively pursued, this may provide sufficient grounds for a negative evaluation of the principal and possibly even termination.

The next issue to work through is whether or not the principal is too strict. As previously discussed, the day-to-day management of the school, including student disciplinary actions, are typically within the province of the school administration, and boards should not typically get involved in specific disciplinary actions. In general, the board should have inquired into the principal's disciplinary philosophy prior to hiring him/her. level of strictness in which a principal applies should have been given due consideration at the time of hiring the principal. The board should expect that the principal is upholding that philosophy within the school. However, the board is ultimately the legal entity responsible for what happens within the school and should play an active role in establishing policies and/or student handbooks which are to be enforced by the administration. The board may consider reviewing such policies/handbooks to ensure that their plain text is

aligned with the school's mission and core values. If such policies are already in place and have been reviewed, the board may consider having a discussion regarding level of strictness enforced by the principal.

Similarly, the board should ensure that proper policies and practices are established and are being adhered to with regards to onboarding new staff members. While the board should not be actively involved in the onboarding, they ought to have clear expectations for what it will cover. Once again, failure by the principal to implement and adhere to such policies and practices or failure to otherwise manage staff appropriately, could provide grounds for a poor evaluation or eventual termination.

Lastly, the board as the legal fiduciaries for this public entity, is also responsible for the maintenance and upkeep of all assets, including physical structures and buildings. The board should take immediate steps to ensure that the leak and any other physical deficiencies are immediately handled. The board must ensure that there is financing available for any needed repairs and should work with the school administration to complete such projects.

In addressing these concerns, no board member should participate in matters affecting a family member that a reasonable person could conclude would amount to a conflict of interest. Board members of public entities owe a duty of loyalty to their school and are legally required to put the school's best interest above all else. While the board member may not be facing an *actual* conflict of interest by participating in matters that may have an effect on a family member, he/she would be well advised to consider recusing themselves from those items or abstaining from a vote to avoid even the *appearance* of a conflict of interest.

**Hypothetical #2** – A well-established charter school has recently come under public scrutiny for not reflecting the diversity of the community served by the charter school. The school has decent student achievement data, and has been in existence for over ten years. The board does not believe that there is anything it can do to diversify. It also believes that it does not need to diversify. The board is about half parents and half other community members.

- What would you do with this board and why?
- What are the issues here?

### **BoardOnTrack Response**

The first issue to address with the board is whether or not the school is fulfilling its mission and upholding its core values with the status quo. The majority of charter school maintain having a diverse community as students, teachers, and staff as a core value. The board must assess whether the public scrutiny regarding the lack of diversity is well-founded and then plan accordingly to address the issue. BoardOnTrack is highly focused on developing *strategic* boards rather than *reactive*. Our company works with boards to establish strategic goals and key results, which may very well include diversity. We then work with the board to develop an action plan that includes specific tasks and benchmarks assigned to individual committees and members.

Another issue to consider is whether the board itself is sufficiently diverse. As discussed in greater detail below, one of the core features of highly effective governing boards is diversity among its members. To truly accomplish diversity within an organizations, it is critical for diversity to be maintained throughout the organization's leadership. The motto "it all starts with the top" couldn't be any truer when it comes to diversity. BoardOnTrack works with schools to ensure diversity among its board members and assists with recruiting members from all backgrounds.

**Hypothetical #3** – An established charter school is having some serious board turnover in a way that is unprecedented. You are the board's trainer. You attend a board meeting and notice that there is not any real discussion. The items pass without any questions or comments. There is not time for public comment. The principal's report is sparse and does not include any academic data. Additionally, the CFO was unable to

answer questions about the financial documents. When asked questions, the principal spoke up to answer questions about the financial statements. Several board members seem to have a very friendly demeanor with the principal.

- What are your thoughts on this?
- What are some suggestions you would make to the board?
- How would you incorporate this into the training?

### **BoardOnTrack Response**

BoardOnTrack strongly believes in the principles of shared governance. In order for shared governance to be effective, there must be a board that is sufficiently diverse and that adequately holds the school administration accountable. Board diversity goes beyond demographic information such as age, gender, and ethnicity, but also extends to professional expertise and relevant skills. While a friendly personal relationship All governing boards should strive to have a wide-ranging skill inventory including but not limited to, legal, accounting, academic, fundraising, etc. BoardOnTrack maintains a skills inventory of each board and asks all new board members to complete a brief self-assessment at the outset of their term. This skills inventory constantly reflects the current makeup of the board and highlights specific areas of concern. These areas of concern could be that there are no current board members with legal experience or that the terms of certain skilled board members are nearing the end. BoardOnTrack's personal governance coaches work with boards to ensure that the board is sufficiently diverse and assists their recruiting efforts to find new board members who fit a particular need.

While the composition of the board is critical, none of that matters much if the board does not uphold its responsibilities for governance and accountability. Board members must be educated about their fiduciary duty of care to the school. The trustees must act in their role as a reasonably prudent person in their same position would act. This means that the board must be well-informed about the school's business. This includes the obvious business, such as the school's finances but also extends to matters of academic performance and all matters upon which they vote or otherwise have responsibility. With respect to the lack of discussion, board members could potentially be in violation of their fiduciary duties if they are not adequately prepared for meetings and/or do not participate actively in agenda items.

The BoardOnTrack meeting manager is specifically designed to streamline board processes to make it easier for board members to meet their fiduciary duties. The BoardOnTrack application allows minutes, agendas, and all other documents to become more easily accessed by busy board members on any internet-connected device. The application also includes a 'tasks' section, which reminds members about upcoming tasks that have been assigned to them to hold individual board members accountable for their specific responsibilities. The BoardOnTrack model tracks board engagement and accountability and works to dramatically promote both.