



# **Governance Handbook**

## **Board of Directors**

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### **Unity of Purpose, Roles and Responsibilities, Norms, Agreements**

*This handbook reflects the governance team's work on creation of a framework for effective governance. This involves ongoing discussions about unity of purpose, roles, norms and coming to agreement on protocols for formal structures that enable the governance team to continue to perform its responsibilities in a way that best benefits all children.*

# **Building a Governance Team**

## **Unity of Purpose**

The Board and Superintendent work together as a governance team. For a governance team to work together effectively, members need to: Maintain a unity of purpose; agree on and govern within appropriate roles; create and sustain a positive governance culture and; create a supportive structure for effective governance.

### **What do we as a governance team want to accomplish? What do we stand for?**

- Our shared purpose is to have the best learning environment for all students.
- We want to build trust and move the Charter forward.
- We want to be an effective team.
- We want to understand our individual jobs and collective responsibilities.
- We want to be a team with a common focused direction so we are not a distraction but a catalyst for the focused efforts of employees, and the community can see evidence of this focused direction.
- We want to be partners with the staff in positive change.
- We want to oversee the putting together of a first-rate program and first-rate facilities, making sure we continue to improve – never resting on our laurels.
- We want to perpetuate a legacy of positive culture as people come and go.

# **Roles and Responsibilities**

## *Mutual agreement on the roles of the Board and Superintendent*

The role of Directors is to stay focused on the big picture while fulfilling five responsibilities in a series of job areas. These five responsibilities are:

1. We set the direction.
2. We establish the structure.
3. We provide support.
4. We ensure accountability.
5. We act as community leaders.

We carry out these responsibilities in each of the following job areas:

- Setting the Direction
- Student Learning and Achievement
- Finance
- Facilities
- Human Resources
- Policy
- Judicial Review
- Collective Bargaining
- Community Relations and Advocacy

The Superintendent assists the Board in carrying out its responsibilities in each of the job areas, and leads the staff toward the accomplishment of the agreed upon vision and goals.

# Creating and Sustaining a Positive Governance Team Culture

*Culture is the positive or negative atmosphere created by the way people in an organization treat each other. Teams have unwritten (implicit) or written (explicit) agreements about how they will behave with each other and others. These behavioral ground rules, often called norms, enable teams to build and maintain a positive culture or shift a negative one.*

## Governance Norms

*In addition to meeting the norms below in order to create a positive culture and atmosphere, we agree to act in ways that will help us meet the CSBA Professional Governance Standards.*

### **WE AGREE TO –**

- Keep from taking disagreements personally (individuality is embraced, respected).
- To show respect (never dismiss/devalue others).
- Make a commitment to effective deliberation, each listening openly while everyone is allowed to express his or her point of view.
- Make a commitment to open communication, honesty, no surprises.
- Commit the time necessary to govern effectively. This means being there, being knowledgeable, participating, understanding the full scope of being a Board Member and being willing to take on all the responsibilities involved.
- Be collaborative (this is the way we operate)!
- Maintain confidentiality (builds trust).
- Look upon history as lessons learned; focus on the present and the future.

### **AND – ABOVE ALL –**

- Focus on students' best interest – on what's best for the students! This is what we do! And it is the touchstone that allows us to have our differences.

# Board Governance Protocols

## Leadership Responsibility and Roles of the Board

The only authority to direct actions rests with the quorum of the Board sitting at the Board table. A majority vote sets such direction. Individuals can request action by bringing up a new idea, explaining their interest in a particular course of action and working to get a Board majority to support moving in that direction. When a majority of the Board, sitting in a formal meeting, requests action, that request should be made in the context of the intended results, not the methods used to achieve those results.

As a Board, we recognize that no individual member of the Board, by virtue of holding office, shall exercise any administrative or investigatory responsibility with respect to the Charter; nor as an individual, command the services of any employee. Board members are to channel their requests and/or concerns directly to the Superintendent (and, if **necessary**, through the Board Chair).

When a complaint is made to an individual Board member, the member is encouraged to listen carefully, remembering that only one side of the story is being presented. The Board member will then direct the complainant to the staff most appropriate and able to help them resolve their concern, making sure the person understands the appropriate order of who to contact (e.g. teacher, assistant principal, superintendent, and then to the Board).

Prior to a complaint being heard by the Board, the complaint shall be placed in writing, using the Charter complaint form.

## The Board's Role and Relationship with the Staff and Community

When visiting facilities or departments in the board member role, as a professional courtesy, Board members are encouraged to notify the Superintendent that they will be visiting a school or department, and may provide input to the Superintendent on issues or concerns that may arise from such a visit.

## Board Meetings and the Agenda

Meetings of the Board are held in public, but are not open-forum town hall meetings. Meetings will be conducted in such a way as to allow the public to provide input in the time allotted to ensure that multiple voices of the community inform Board deliberations; however, when the Board deliberates, it will be a time for the Board of Directors to listen and learn from each other, taking public input into consideration without re-engaging the public.

Board meetings will be on the Third Wednesday's of each month. The Board meeting will begin at 4:00 pm.

The Superintendent, with the support of staff, will create each Board Agenda. In advance of the preparation of the Board Agenda, Board members may request items to be placed on the agenda. The Board Chair and the Superintendent will discuss the contents of the agenda and the process that will be followed at the meeting, in advance of the Board Meeting.

Board members will make every effort to submit, prior to the meeting, questions they intend to ask so that the Superintendent and Charter staff have the opportunity to prepare to answer Board members' questions at Board meetings.

When an individual Board member requests information, that information will be provided to all Board members. If unforeseen questions arrive during the meeting, Directors will acknowledge their question or comment as spontaneous and that they understand that staff may not have the information on hand to answer the question.

Individual Board members are expected to self-monitor compliance to the Brown Act, including limiting Closed Session to the agenda item(s). Board members need equal access to information, and to operate within the Brown Act. The use of email communication is subject to the Brown Act. The Superintendent shall forward questions and answers to all Board members. Board members, when responding, shall not "reply to all."

Board members will read the information provided to them and commit to ongoing professional development and training.

Board members shall maintain the confidentiality of Executive Session and shall not release confidential information unless the release of said information is directed by the action of the Board.

## **Board Meetings and the Agenda (continued)**

The Board believes that when no conflict of interest requires abstention, its members have a duty to vote on issues before them. When a member abstains, his/her abstention shall not be counted for purposes of determining whether a majority of the membership of the Board has taken action.

Board members will model professional behavior by being polite and respectful of the points of view held by their fellow Governance Team members.

Governance Team members are reminded that policy and decisions reserved to the Board must be made as a Board. Except where otherwise indicated in the Education or Government Codes, a majority consists of three of the five-member Board voting for an item. Once the decision has been made, it becomes the decision of “the Board.”

Under the concept of majority rule, each member is compelled to support the successful implementation of a policy decision, program, or procedure even when he or she does not agree with the decision.

If a member of the Governance Team cannot support the decision of the Board because it offends a moral/personal code, the member is expected, at a minimum, to refrain from undermining the decision or directive.

The above commitment to either support or refrain from undermining majority decisions does not preclude the member from asking for consideration at a future time of a more acceptable alternative. However, the decision of the “Board” should be considered final.

The governance team will strive for brevity in deliberations, keeping remarks brief and to the point so that all opinions can be expressed and meetings can be efficient. Addressing each agenda item the Board shall, normally, adhere to the following process:

- ❖ **Staff Presentation/addressing questions from the Board**  
(Staff members, when presenting items to the Board, are to provide appropriate back-up material for the Board to review prior to the Board meeting. If it is necessary to provide a presentation to the Board, presentations are to be limited to not more than 10 minutes, unless prior approval of the Chair is received.)
- ❖ **Input from the Community**
- ❖ **Board Discussion and Deliberation, which may include comments and clarification from the Superintendent and staff.**

## **Board Meetings and the Agenda (continued)**

Since the Public Meeting Law (Brown Act) expressly prohibits discussion leading to action from being conducted unless agendaized, Governance Team members are strongly encouraged to refrain from engaging members of the public in dialogue about issues not on the agenda.

In general, citizens and residents wishing to “dialogue” with members should be encouraged to contact individual members and discuss issues of importance with them or the Superintendent as appropriate.

As a result of a comment under public communication, a member may ask the Superintendent to briefly comment for clarity or correction. The member may also ask that a matter be investigated, with or without a follow-up report to the Board.

If a Governance Team member feels compelled to speak to the issue, the member must first be recognized by the Board President. The comments must be brief and only clarifying or correcting. Any further discussion should be agendaized.

The Board wishes to maintain a culture of professionalism, stay focused, and respect the need of Directors to be available to their families:

- Cell phones will be set for ‘silent’ or vibrate.
- Directors will be discreet in checking cell phones if necessary.

## **The Board’s Relationship with the Superintendent**

The Board will commit to work through and with the Superintendent on issues regarding the running of the Charter. The Superintendent will inform the Board as soon as possible of:

- ✓ serious safety concerns
- ✓ serious disciplinary action
- ✓ serious / unexpected personnel changes or disciplinary issues
- ✓ serious illness or death of a student, a staff member or members of the staff member’s immediate family
- ✓ legal or liability concerns
- ✓ notable achievements

In all matters, the Board and Superintendent are expected to protect confidential information.



## The Board's Relationship with the Superintendent (continued)

It is the Superintendent's responsibility to organize the staff in the manner that best serves the needs of the Charter.

As the norm, the Superintendent speaks on behalf of the Board. The Board Chair is authorized to speak on behalf of the Board, when necessary.

The Superintendent will inform the Board when media contacts the Superintendent.

The Board commits to complete an annual evaluation of the Superintendent. The Board will set aside at least one special meeting in January for the purpose of completing the annual evaluation of the Superintendent. In consultation with the Superintendent, the evaluation process and associated documents will be developed and approved by the Board, not later than the first Board meeting in September. The evaluation process and instrument is designed to bring about the collective view of the Board. Thus, the evaluation will reflect the majority view of the Board, as a whole.

A Strategic Plan, adopted by the Board of Directors, is the management plan for the Charter. An effective Strategic Plan is a **political, compliance, and inspirational document** that serves three main purposes. First, the plan provides the Board's **political** direction in addressing the Charter's vision, mission, ranked objectives, metrics, expected annual outcomes, and actions. Second, the Strategic Plan provides the source document used for preparing the Local Control Accountability Plan (LCAP), which provides for **compliance** with the requirements established by the State. Lastly, the Strategic Plan, with action taken by the Board in the ranking of the objectives, provides clarity and **inspiration** to the Superintendent and staff in addressing the priorities of the Board and community.

## The Ongoing Implementation of Board Approved Protocols

Within 90 days of the election/appointment of a new Board member or appointment of a new Superintendent, a Study Session of the whole Board will be held for the purpose of reviewing/updating the governance protocols of the Board.

Upon the request of two or more Board members, a special study session will be called for the purpose of reviewing/updating of the governance protocols of the Board.