The Leadership School
STUDENT LEADERSHIP AT THE CENTER OF LEARNING

Board of Directors Meeting Materials

Date: Tuesday, November 9, 2021 **Time:** 6:00 - 7:45pm
Location: Via Zoom **Log in:** Meeting ID: 936 4830 0851; Passcode: TLS2021

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1. Board Committees Resolution
2. Board Committee Descriptions
3. Template for Board Committee Charters

Amendment The Leadership School Board of Directors

The Leadership School
4220 Duncan Ave Suite 200
St. Louis, MO 63110
314-409-2308

Committee Designation

WHEREAS, the Bylaws state that The Leadership School Board, by resolution, may designate one or more committees; and

WHEREAS, the Bylaws state that each committee is to consist of one or more Directors selected by the The Leadership School Board; and

WHEREAS, the Bylaws state that all committee meetings shall at all times be in compliance with the Open Meetings Act; and

BE IT RESOLVED, that the board approves the creation of the following committees: Governance, Finance, Development and School Performance.

BE IT FURTHER RESOLVED, that these committees shall commence immediately and shall meet within 21 days to elect a chair and complete the committee charter in alignment with the attached template.

Secretary's Certification:
I certify that the foregoing resolution was duly adopted by The Leadership School Board of Directors at a properly noticed open meeting held on the 9th day of November, 2021, at which a quorum was present.

By: _____
Acting Board Secretary

Date: _____

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Governance Committee Charge

Overview

In some ways, the governance committee is the most influential committee on the board as it is responsible for maintaining proper board composition and ensuring that the board governs effectively. This committee drives a comprehensive board self-assessment process, fosters the development of new and existing board members, manages board member recruitment, and nominates candidates for officer positions.

The governance committee includes the board chair and at least three other board members, one of whom serves as the committee chair. [1] The school leader or another staff member also often serves on this committee. This committee meets at least once between every board meeting and submits committee minutes to the full board to communicate progress.

Purpose

The governance committee holds itself accountable for the following:

Monitoring and maintaining board-wide adherence to governance best practices

- Conducts a board self-assessment every one to two years
- Assesses the school's governance needs by periodically reviewing the board's size, strategic composition, and committee structure; and recommends changes as needed[2]

- In partnership with the school leader and board chair, creates an annual board calendar for approval by the full board
- Reviews and recommends changes to bylaws and board policies every two years
- Articulates the responsibilities of individual board members by creating a board member agreement that is signed annually by each board member
- Monitors board member performance in relation to the board member agreement, and supports board chair in ensuring all members uphold their board commitments

Onboarding and training new and existing board members

- Orients members to school and board policies, practices, and responsibilities
- Provides ongoing governance training and support
- Creates opportunities for board members to build relationships and interact socially

Guaranteeing steady board leadership

- Identifies, cultivates, and nominates new board members to build a strategically composed board
- Recruits for demographic and skill diversity among board members; including diversity of race, gender, age, skillset, perspective, and experience
- Maintains an officer succession plan that grooms high-performing board members to serve as chair, vice-chair, secretary, and treasurer (or finance committee chair)
- Tracks term expirations and maintains a succession plan for board vacancies
- Recruits non-board members to committees to add value and potentially serve as future board members[3]

Setting goals

- Supports the board chair in designing and executing an annual board goal-setting process
- Identifies governance committee goals to track committee progress

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[1] Certain requirements may vary by state; review your state's laws to be certain you are in compliance.

[2] Ask whether your board has the right skills and all of the committees needed. Review your bylaws for committee requirements.

[3] Check local regulations about non-voting committee members.

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Development Committee Charge

Overview

The development committee[1] drives the board's vital fundraising activities. Members of this committee oversee the development of fundraising goals, lead activities to meet these goals, hold the collective board and individual members accountable for gift cultivation, and work closely with administrators to engage the board in regular and effective fundraising activities for the school.

The school leader, the director of development (where applicable), and at least three board members–one of whom serves as the committee chair–comprise the development committee. The committee meets at least once between every board meeting and submits committee minutes to the full board to communicate progress.

Purpose

The development committee holds itself accountable for the following:

Setting goals

- Recommends organizational fundraising goals for the charter school to ensure short- and long-term sustainability and success
- Identifies its own committee goals to track the committee's progress over time

Leading the board's culture of gift cultivation

- Develops policies for the board and school leadership regarding gift solicitation and recognition
- Establishes a 100% board-giving policy
- Crafts a compelling and accurate case for support[2]

[1] Boards should decide whether to have a development committee or a development and external affairs committee. This document is applicable to either committee.

Motivating individual board members to get involved in the development and acquisition of gifts

- Leads by example
- Arranges fundraising training for the board as needed
- Reinforces the commitment of every board member to contribute within his or her means

Ensuring the board reaches its fundraising goals

- Monitors progress toward annual fulfillment of fundraising goals
- Shares the case for support and specific fundraising projects during board meetings
- Partners with school leadership to make sure the board is aware of the school's specific fundraising needs

Raising awareness for the school

- Leverages the board to attend key community, school social, and political events
- Speaks highly of the school outside of the board meeting, cultivating new donors and champions

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[2] The case of support is used in the fundraising world to describe a written statement that answers the question, "Why does your charter school need and desire philanthropic support?"

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School Performance Committee Charge

Overview

Many boards share a common misconception that success or failure of its school's students rests squarely on the shoulders of the school leader. Although the school leader is responsible for *how* students excel, the board hires and oversees the school leader to make sure that students *do* excel. The school exists to provide great educational experiences and outcomes for students, and the school performance committee leads the board in upholding this duty. Through appropriate board oversight, the school performance committee monitors student performance against rigorous academic goals and raises strategic issues for board discussion.

The school performance committee must include the school leader and at least three board members, one of whom will serve as the committee chair.[1] The committee meets at least once between every board meeting and provides committee minutes to the full board to communicate progress.

It is important to note that this is a committee that can easily overstep its bounds from oversight to management. The board's role is to ask the questions, provide advice, and hold the school leader accountable for results. The board does not make program-level decisions.

Purpose

The school performance committee holds itself accountable for the following:

Partnering with the school leader to set and reach rigorous academic goals

- Defines *excellent school performance* based on the charter school's mission and vision
- Supports school leader in developing annual academic performance goals for the school, and recommends these academic goals to the board for approval
- Verifies that school administrators are using student performance data to constructively inform decisions
- Monitors the school leader's efforts to improve areas of subpar student performance[2]
- Upon request, serves as an ongoing resource to administrators for academic issues and programming

Building board-wide understanding of the school's academic performance and progress toward goals

- Supports the school leadership in developing and presenting academic dashboards that measure progress towards annual academic goals
- Updates the board, in partnership with the school leader, on performance data and factors currently impacting student achievement
- Identifies challenges to the academic program before they become urgent issues
- Evaluates the school's student achievement against neighboring schools and national standards[3]
- Attends authorizer trainings on academic accountability
- Delivers onboarding and supplemental trainings to foster a working knowledge of student performance data and measurements among all board members

Setting committee goals and maintaining a strong committee membership

- Identifies committee goals to track academic committee progress
- Recruits non-board members–if charter school bylaws allow–with particular educational expertise relative to the school's model to advise the committee

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[1] In schools that have a leadership structure including a school leader and principals, the committee may choose to add the principals as committee members as well.

[2] For example, if a school showed low test scores in math, the board should ask the school leader tough questions about why this occurred and what he/she will do to address it. The board *should not* tell the school leader what he/she should do about that result (e.g., suggesting a specific math curriculum or teaching strategy).

[3] Committee members may visit other high-performing schools in the area to learn best practices that inform their work.

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Finance Committee Charge

Overview

The finance committee oversees the school's budget and asset management. This committee approves short- and long-term financial goals for the charter school, recommends and monitors a budget aligned with the school's strategic priorities, ensures compliance with strong policies, and raises financial concerns and solutions to safeguard the school's resources.

The finance committee includes the school leader, Chief Financial Officer (CFO), and at least three board members—one of whom serves as the committee chair. The committee meets at least once between every board meeting and submits committee minutes to the full board to communicate progress.

Purpose

The finance committee holds itself accountable for the following:

Recommending a budget aligned to the school's strategic priorities

- Works with the school leader and CFO to prepare and recommend an annual budget for the board's consideration and approval
- Ensures the annual budget is prepared in a timely manner

Overseeing the school's financial resources

- Reviews financial statements regularly to monitor progress throughout the year, and suggests adjustments as required

- Identifies short- and long-term financial challenges before they become urgent issues
- Serves as an ongoing resource and advisor to staff on financial issues

Providing training or onboarding to ensure all board members understand the school's finances

Driving progress toward financial goals

- Sets short- and long-term fiscal goals to ensure school sustainability and success
- Sets annual committee goals and regularly monitors progress

Ensuring financial compliance[1]

- Confirms appropriate financial policies and procedures are in place and followed
- Recommends the selection of an auditor[2]
- Meets with the auditor before the board's audit review and approval

Identifying actions needed to resolve complex financial issues

- Determines whether the complexity or scale of financial operations requires the committee to split into two separate board committees: finance committee and audit committee
- Recommends the creation of an investment committee[3] when appropriate

[1] Some boards ask the finance committee to oversee all charter school compliance including authorizer reporting requirements, etc. Other boards assign this role to the executive committee.
[2] The committee should make sure its school changes auditors (or audit partners) approximately every five years.

[3] An investment committee manages the school's investment portfolio and determines the level of risk desired (high or low) for investments.

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_ _ _ _ _ _ Committee Charter 2021-2022

General Purpose of the Committee

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Committee Composition

Chair	•
Members	•
TLS Staff	•

Committee Member Qualifications

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Responsibilities of the Committee

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2021-2022 Goals of the Committee

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Committee Meeting Date/Time

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_ _ _ _ _ _ Committee Charter 2021-2022

2021-22 _ _ _ _ Committee meeting & work plan by month:

	Nov 2021	Dec 2021	Jan 2022	Feb 2022	Mar 2022	Apr 2022	May 2022	Jun 2022
Meeting topics/ items to discuss or draft								
Items finalized this month								
Tasks to execute/ do								

Potential Responsibility/Goal	Member responsible	Completion date	Notes