

## **I. Board Governance and Operations**

### **PREAMBLE**

The business and affairs of EastSide Charter School are governed by its Board of Directors. This is a large responsibility involving the stewardship of public funds and 67 faculty and staff providing K-8 education for 370+ students. To successfully accomplish this task the Directors must have many skills and must apply those skills with dedication, avoiding conflicts of interest, always maintaining fidelity to the School and with proper regard for the respective roles of the Directors and the School Administration. With that Preamble in mind, following are the policies that constitute the Board's governance and operations

**A. Qualifications of Directors.** The successful governance of a complex, public, educational institution requires many general skills, including executive leadership, education administration, strategic planning and financial management. Skills, knowledge and experience in certain more specialized areas are also useful: law, accounting, human resources, information technology and real estate management and development. In addition, Directors must be community minded, non-compensated, citizen volunteers who are dedicated to working collaboratively to advance the School's mission.

It cannot be expected that all Directors will have all of these important qualities, skills and experiences but, in general, each Director must be able to contribute in a significant way in several of these areas. Moreover, the minimum responsibilities of all Directors include regular attendance at Board and Committee meetings, adequate preparation for and active participation in these meetings, staying well informed about the School including regular attendance at events, advocating for the School in the community and assisting in obtaining supplemental financial support.

**B. Succession Planning.** Another important quality of successful Boards of Directors is ensuring that Directors do not serve so long as to get stale in the job; a regular injection of new ideas and energy is critical to maintaining the vitality of the Board. Therefore, the following rules with respect to term limits shall apply:

1. Our bylaws provide that a Director is limited to serving three consecutive three year terms plus any partial initial term of less than three years that the Director might serve.
2. A Board member may not serve as President of the Board for more than 5 consecutive years.

3. A Board member may not serve as Chair of a Board Committee for more than five consecutive years.
4. The above term limitations shall start again after a Board member has been off of the Board for a full year.
5. As a means of retaining the benefit of the expertise and experience of former Directors, former Directors may be appointed to serve as non-Director members of Board committees (except for the Executive Committee).

As a companion to the term limit rules, the Board must ensure the maintenance of institutional history in its leadership by having a regular plan for successor training. Accordingly, Directors, particularly those viewed as having the potential for Board leadership, should serve rotating terms on different Board Committees, and vice chairs of Committees should be designated with a view toward succeeding to chairmanship of Committees.

**C. Procedures for identifying and recruiting Directors.** In order to ensure the availability of well qualified candidates for election or appointment as Directors, the Executive Committee is given the major responsibility for identifying and recruiting prospective Directors. However, each Director should also be on the lookout for good candidates and bring them to the attention of the Executive Committee. The Executive Committee shall maintain a data base identifying the skills of the incumbent Directors to facilitate the identification of skills most desirable in new Directors. Because of the importance of a collaborative working environment, Directors are encouraged to meet with prospective Board members before a candidate is nominated for election.

As a vehicle for recruiting and grooming prospective Directors, non-Directors may be appointed to serve as non-Director members of Board committees (except for the Executive Committee). Any action taken by any committee must be approved by Directors who constitute at least a majority of the Director members of that committee.

**D. Director Training and Orientation.** Training for Directors starts with an orientation led by the Board Chair and School Leaders. This orientation includes a visit to the School and a discussion of Director expectations along with a sharing of school history, mission and vision. Directors are also required by state law to attend certain training sessions. See **Appendix A**. Each Director shall receive a Board Notebook containing relevant documents, including ESCS bylaws, these policies, links to relevant state and federal laws applicable to ESCS and current financial information.

**E. Director and Board Performance Evaluation.** To ensure that Directors are meeting their responsibilities to the Board, each Director is expected to complete a self-evaluation of his or her contribution to the Board every other year for the Chair to

review with the Director. This review shall include attendance at Board and Committee meetings, preparation for and participation in such meetings, and other factors reflecting the Director's commitment to the School. A Director who is not able to meet his or her minimum responsibilities should resign and make room for another person who is more able to contribute to the work of the Board.

**F.     Conflicts of Interest and Confidentiality.     See **Appendix B.****

**G.     **Board/Community Relations.**** The Board welcomes interest in the School and its operations from parents and other members of the public. See **Appendix C** Procedures for Public Comment at Board Meetings.