

MOVING YOUR BOARD FROM GOOD TO GREAT



3 PILLARS OF BOARD DEVELOPMENT

MERIT CENTER

Muslim Educators' Resource Information & Training Center

Necva Ozgur, M.ED

nozgur@meritcenter.org

www.meritcenter.org

KNOW YOUR PRESENTER

- ❖ Graduated from Istanbul University as a Pharmacist
- ❖ Master's from Pacific Oaks in Leadership in Education
- ❖ Established the New Horizon Pasadena 1993
- ❖ Served as a school head of New Horizon School for 13 years
- ❖ New Horizon became a first Accredited school in California
- ❖ New Horizon became a first Blue Ribbon School in US
- ❖ Invited by State Department twice to provide board training in Saudi Arabia
- ❖ Established MERIT Center on 2005 to offer organizational development and training
- ❖ Served on many boards, advisory councils and committees
- ❖ Currently serving as a board chair at Bayan College

INTRODUCTION

- ❖ Most boards are made up of highly successful leaders, managers and business people, however, most boards do not reach their highest potential in governance.
- ❖ These highly successful leaders are ready to offer advice, guidance and supervision, not realizing that schools have principals and administrators and more than anything else they need experts in governance.

WHAT IS MISSING? GOVERNING NOT MANAGING

- ❖ What distinguishes great boards from good boards is that great boards select their board members very carefully and continuously develop them. They adopt the Board Best Practices and they understand the Board Dynamics and Culture.
- ❖ Great boards follow the three pillars of board development.
 1. Board Composition & Recruitment Plan
 2. Board Best Practices
 3. Board Dynamics and Culture

Great boards govern.
They don't try to run operations.
They are careful not to "get into the weeds"
with detailed operational questions and micro-
managing day-to-day decisions.

THREE PILLARS OF GREAT BOARDS



THREE PILLARS OF GREAT BOARDS

PILLAR I. BOARD COMPOSITION & DEVELOPMENT

Create a Board Recruitment and Development Plan by forming a Governance Committee:

1. Identify and Profile
2. Search and Cultivate
3. Orient and Educate
4. Recruit and Engage
5. Evaluate and Rotate

PILLAR II. BOARD BEST PRACTICES

To have a great board we need to adopt Board Best Practices

1. Board Structure
2. Board Committees
3. Board Policies
4. Board Meetings
5. Board Planning: Strategic-Operational

PILLAR III. BOARD DYNAMICS & CULTURE

1. Board Culture
2. Governance as a Teamwork
3. Boardroom Chemistry
4. Board and Principal Partnership
5. Handling Conflicts

PILLAR I

BOARD COMPOSITION AND DEVELOPMENT

COMPOSITION &
DEVELOPMENT



I. BOARD COMPOSITION & DEVELOPMENT

To have a great board we need to create a Step-by-Step Board Development Plan.

Step 1: Identify and Profile

Step 2: Search and Cultivate

Step 3: Orient and Educate

Step 4: Recruit and Engage

Step 5: Evaluate and Rotate

BOARD RECRUITMENT AND DEVELOPMENT PLAN



“Having the right board members on the board is the single most important factor in good governance”

Bill McNabb, Chairman & CEO, Vanguard

FIRST WHO, THEN WHAT

- ❖ You cannot achieve great things without great people.
- ❖ Organizations who transformed their companies from good to great did not first figure out where to drive the bus, then get the people to take it there.
- ❖ Instead, they first got the right people on the bus and wrong people off and then figure out where to drive it.
- ❖ Who questions must come before vision, strategy and structure.
- ❖ Great vision without great people is irrelevant.

BOARD RECRUITMENT GUIDELINES

Having an organized recruitment process in place not only makes it possible to fill vacancies on a board in an effective and speedy manner, but it creates a foundation for building a skillful and diverse board.

It allows the organization to cultivate potential candidates and to prepare them to join the board when the time is right.

COMPOSITION

- ❖ The board should be composed of a diverse group of individuals who are interested in working toward the organization's mission and have the particular skills that will help to contribute to a well-run organization.
- ❖ You may want to seek out people with financial, marketing, or legal entrepreneurial background.
- ❖ You may also want to recruit members who have influence in the community, work at similar types of organizations, or are representative of the community you are serving.
- ❖ By drafting and maintaining a board profile matrix, you can be strategic about your recruitment efforts and focus on securing the attributes that your board needs the most in its members at any given time.

STEP 1: IDENTIFY & PROFILE

Identify the board's needs and develop a board matrix

- What is the current composition of the board?
- What do we have? What is missing?
- Do we have diversity in our board?
- What characteristics, skills, experience, and backgrounds do we need now?
- What are the priorities for identifying and recruiting new members?
- What attributes or qualities are important for our board members to have?

DEVELOP A BOARD MEMBER PROFILE

Sample

Expectations and desired qualifications for our board members:

- ✓ Positive character traits
- ✓ Passion and commitment to the cause
- ✓ Experience serving on nonprofit boards
- ✓ Broad strategic thinker with leadership skills
- ✓ Team player-- works well in a group
- ✓ Advocate of the school
- ✓ Understanding roles and respecting boundaries
- ✓ Respect confidentiality
- ✓ Careful about conflict of interest
- ✓ Financial support and capacity to attract new resources
- ✓ Attend the meetings
- ✓ Prepare and participate in meetings
- ✓ Participate as an active board member
- ✓ Participate in board training
- ✓ Particular expertise or learn skills to develop expertise

BOARD MATRIX

Sample

STEP 2

SEARCH & CULTIVATE

SEARCH

Develop a pool of people for potential board membership

1. Ask committee chairs for their recommended members for the board.
2. Ask every board member to introduce at least three potential members to the board.
3. As soon as potential candidates are identified create a “potential board member list”

CULTIVATE

Keep them interested and informed by:

1. Sending them reports, brochures, newsletters
2. Inviting them to special events
3. Involving them on committees and task forces
4. Inviting them to observe board meetings

STEP 3

ORIENT & EDUCATE

Board orientation starts when the candidate is first approached for the board position.

The board orientation is a continuation of this process and would be held before new Board member attends the first board meeting.

Each new board member would receive a Board Manual within two weeks of being elected and before the orientation.

One of the most valuable parts of orientation is to fill in the new members about the culture of the board.

Create a board buddy system by pairing up a new board member with a more seasoned member as a mentor.

After a few months, it is a good idea to schedule a follow-up session to respond to questions.

ORIENTATION PACKAGE

GOAL

ORIENT NEW BOARD MEMBERS TO THE BOARD

About the Organization:

- History of the organization
- Mission, vision and goals
- Past two years' budgets
- Strategic plan and operational plan
- Current programs and events
- Annual Reports

About the Board:

- Roles and responsibilities of board members
- Bylaws & Articles of Incorporation
- Schedule of upcoming events, board meetings
- Bios of all current board members
- Board structure, organizational chart
- Committees

CONTINUOUS EDUCATION

The Governance Committee will provide ongoing education to the board:

1. Start the year with board orientation.
2. Plan for a board retreats to focus on issues that are not covered at board meetings.
3. Plan at every board meeting to have an article or a video clip and then discussion to provide ongoing training.
4. Plan at least twice a year to have a board training sessions.
5. Plan for board members to attend Board Development seminars
6. Establish a portable “Board Library” for board members to borrow, read and share books.

STEP 4

RECRUIT & ENGAGE

The recruitment process is lead by the Governance Committee:

1. Ask each board member to present 3 names as potential candidates
2. Review the “Potential Board Member List”
3. Establish a “Candidate list” by using the Board Matrix and Board Member Criteria
4. Prepare a Recruitment Package with:
 - Introductory Orientation Information
 - Application form
 - Expectations from board members
 - Expectations from individual board members
5. Explore the potential candidate’s interest in serving on the board
6. Encourage the right candidates to fill out an application to be nominated
7. Arrange for interviews
 - Describe why a prospective member is wanted and needed
 - Describe expectations and responsibilities for board members
 - Elicit their interest and preparedness to serve
 - Invite questions
8. Compile the data from the recruitment and interview process
9. Present to the board the final slate of nominees who are willing and able to serve
10. The board will take formal action to vote. As soon as election results are compiled, the board president will contact the newly elected board members to welcome them

ENGAGE

Board members need to feel connected and needed:

Make it clear that everyone is expected to participate.

Discover their interests and availabilities.

Involve them in committees or task forces.

Assign them a “board buddy”.

Solicit feedback.

Encourage board members to ask questions.

Hold everyone accountable.

Express appreciation for work well done.

STEP 5

EVALUATE & ROTATE

In order to move from good to great, first we need measure where we are and decide where we want to go, and adopt strategies to take us there. Conducting self and group evaluations as a good first step. Evolve eventually to peer evaluations, or third party involvement. The governance committee will lead the board to assess the effectiveness of the board by conducting:

Board
performance
evaluation

Individual
board member
evaluation

Board chair
evaluation

Committee
chairs
evaluation

Executive
director
evaluation

Board meeting
evaluation

ROTATE

1. Refresh your board by rotating board members
2. Develop new leadership by inviting new members
3. Establish and use term limits
4. Do not automatically re-elect for an additional term; consider the board's needs and the board member's performance

SECOND PILLAR

ADOPTING BOARD BEST PRACTICES



SECOND PILLAR ADOPTING BOARD BEST PRACTICES

**To have a great board we need to adopt
Board Best Practices**

1. Board Structure
2. Board Committees
3. Board Policies
4. Board Meetings
5. Board Planning: Strategic-Operational

SECOND PILLAR

ADOPTING BOARD BEST PRACTICES

1. BOARD STRUCTURE

- ❖ **BOARD SIZE**
- ❖ **TERM OF OFFICE / TERM LIMITS**
- ❖ **STAGGERED TERM**
- ❖ **FREQUENCY OF MEETINGS**
- ❖ **COMPOSITION**
- ❖ **BOARD OF TRUSTEES RECRUITMENT MATRIX**

BOARD SIZE

- ❖ The best size for any organization is what the board determines after assessing organizational needs and what is necessary to accomplish them.
- ❖ The board is a workable size – large enough to include a range of needed competencies but small enough to interact and learn as a cohesive team.
- ❖ 9-15 is the best size for an Islamic School Board

LARGER BOARDS

ADVANTAGES

- ❖ A larger size provides enough people to more easily manage the work load of the board
- ❖ Fundraising becomes less of a burden when the responsibility is divided among many members
- ❖ More perspectives are represented

DISADVENTAGES

- ❖ Bigger boards may not be able to engage every board member in a meaningful activity, which can result in apathy and loss of interest
- ❖ Meetings are difficult to schedule
- ❖ There is a tendency to form cliques and core groups, thus deteriorating overall cohesion
- ❖ There is a danger of loss of individual accountability
- ❖ It may be difficult to create opportunities for interactive discussions

SMALLER BOARDS

ADVANTAGES

- ❖ Communication and interaction is easier. Board members get to know each other as individuals
- ❖ Potential satisfaction from service can be greater due to constant and meaningful involvement
- ❖ Every person's participation counts

DISADVANTAGES

- ❖ Heavy work load may create burnout
- ❖ Fundraising may become a major burden on the shoulders of a few
- ❖ Important opinions or points of view might not be represented

TERM OF OFFICE

The most common length of a full term is two to three years, renewed once or twice

This provides adequate time for a member to learn the ropes and get fully engaged

TERM OF OFFICE SAMPLE POLICY

Trustees shall be elected to the Board of Trustees for an initial term of three years. No trustee can serve more than two full terms without at least one year off before serving another term. Terms run from Jan. 1- Dec. 31

ADVANTAGES OF HAVING TERM LIMITS

- ❖ Built-in balance of continuity and turnover
- ❖ Rotation of committee assignments
- ❖ Fresh ideas and new perspectives
- ❖ Regular awareness and positive attention to changing group dynamics
- ❖ Opportunity for the board and the retiring board member to reassess mutual willingness to continue working together
- ❖ Easy exit for passive and ineffective board members
- ❖ Mechanism for dismissing troublesome board members
- ❖ Possibility to enlarge the circle of committed supporters by keeping retired board members involved

STAGGERED TERMS

- ❖ Ensure that you do not lose all or a majority of board members at one time
- ❖ This can be avoided by installing staggered terms
- ❖ For example, renew one-third of the board annually
- ❖ Such policies encourage institutional renewal because a board can profit from the experience of veteran board members while welcoming the fresh perspective that new members offer
- ❖ Board member whose term is ended can remain active in committee service or in an advisory capacity

KEEP THESE PRACTICAL TIPS IN MIND

- ❖ Never renew a term without evaluating the board member's prior performance. Otherwise, you risk nullifying the entire effect of term limits
- ❖ Use a spreadsheet or form to keep track of your board members' terms
- ❖ Determine how to keep valuable retiring board members involved with the organization
- ❖ Use term limits as a graceful way to remove board members who are less productive

FREQUENCY OF MEETINGS

- ❖ BoardSource reported having meetings between 9-12 times each year
- ❖ As with the size of the board, the number of board meetings each year should be determined by the work that needs to be accomplished
- ❖ For logistical and practical reasons, larger boards often meet less frequently, leaving much of the work to the board's committees

2. BOARD COMMITTEES

The heart of the work of the board is its committee structure.

- The board establishes working committees to assist with oversight and deliberation of recommended decisions prior to full board consideration.

The board has two types of committees:

- Standing Committees
- Ad-hoc Committees or Task Forces

COMMON BOARD COMMITTEES

Governance Committee / Trustees' Committee

Finance Committee

Development Committee

Head's Support and Evaluation Committee

Executive Committee

BOARD COMMITTEES

BOARD CHAIR

GOVERNANCE
COMMITTEE

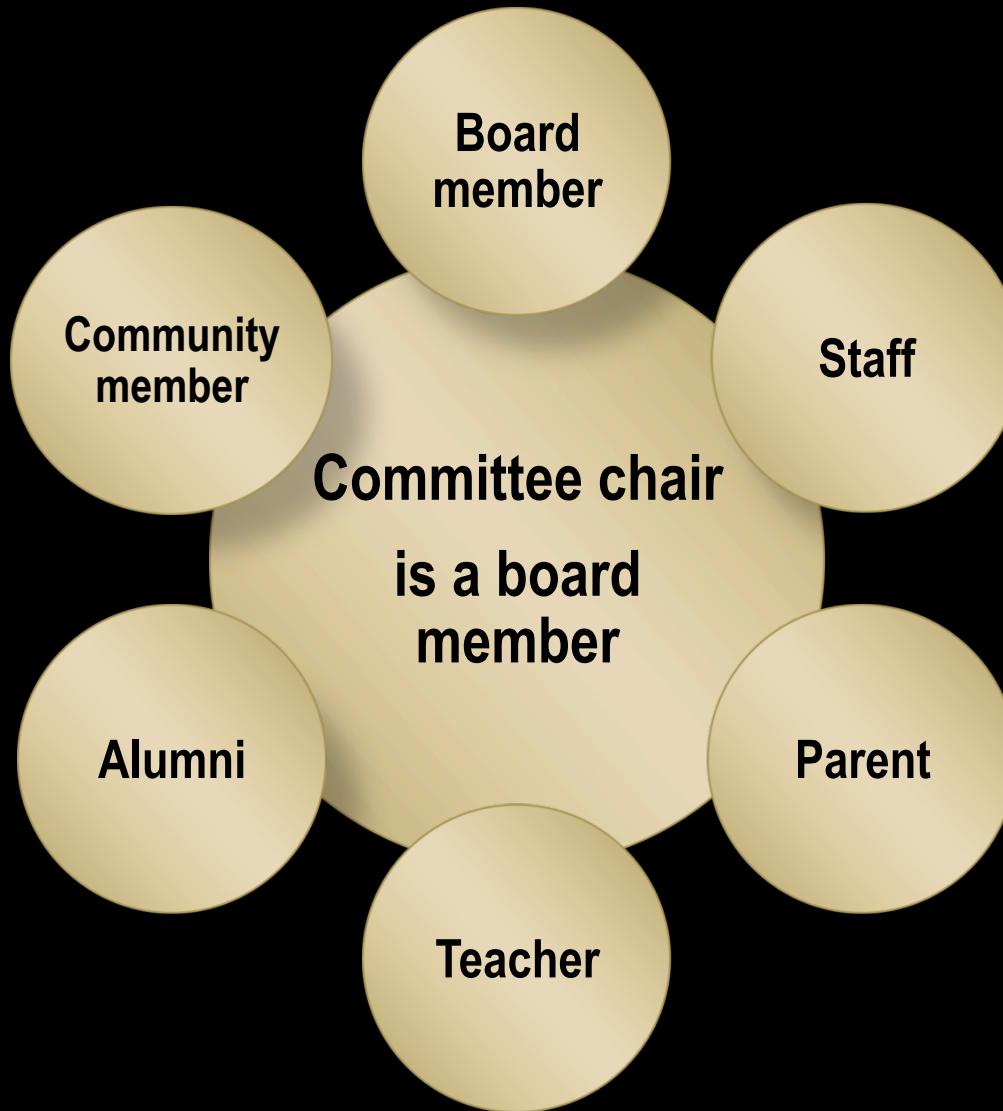
FINANCE
COMMITTEE

DEVELOPMENT
COMMITTEE

HOW CAN WE MAKE COMMITTEES MORE EFFECTIVE?

- ❖ Assess the effectiveness of your present committee structure
- ❖ Eliminate any unnecessary committees
- ❖ Turn some committees into task forces
- ❖ Draft a clear job description for each committee
- ❖ Regularly assess the productivity of the committees
- ❖ Do not tolerate substandard results
- ❖ Board chair should operate as facilitator if needed

COMMITTEE STRUCTURE



COMMITTEE CHAIR'S RESPONSIBILITIES

- ✓ Call, attend, and preside all committee meetings; set the agenda and the direction for the committee meetings
- ✓ Invite the board chair and the principal as ex-officio to the committee meetings and inform them about the agenda items and decisions
- ✓ Work with the principal and the board chair and get their recommendations and advice on who should serve on the committee
- ✓ Recruit committee members from outside the board and delegate responsibilities to committee members
- ✓ Distribute minutes of committee meetings to committee members for action and information; and to board members for information
- ✓ Develop a budget to support the committee's plans and submit it to the finance committee and subsequently to the board for approval
- ✓ Prepare and present written committee reports with the decisions and recommendations made by the committee for each board meeting
- ✓ Develop the committee's "Annual Agenda" with the annual goals and action plans and submit it to the board of directors for approval

*A good practice in board recruitment is
to have potential members serve on a committee
before being invited to serve as a full member*

3. BOARD POLICIES

- ❖ Great Boards govern their boards with written policies. Great boards maintain up-to date Policy Handbook.
- ❖ They develop, approve, evaluate and update policies consistent with the Islamic ideology, law of the land and vision of the school.

POLICY HANDBOOK

I. Governance Policies

- Delegation of Authority Policy
- Confidential Information Policy
- Equal Employment Opportunity Policy
- Professional Ethics and Conduct Policy
- Record Retention & Destruction Policy
- Grievances Policy
- Whistle-Blower Policy
- Term Limits Policy

II. Educational Policies

- Professional Development Policy
- Communication with Parents Policy
- Student Discipline Policy
- Grievance Policy
- AP, IB, and Gifted & Talented Education Policy

4. EFFECTIVE MEETINGS

- ❑ Great Boards always have effective, informative, interactive, and action-oriented meetings.
- ❑ They follow the best practices for effective meetings.

25 EFFECTIVE MEETING TIPS

BEFORE THE MEETING

1. Effective meetings have effective facilitators
2. Effective meetings have clear objectives
3. Effective meetings have well-designed agendas
4. Effective meetings have purposeful meeting package
5. Effective facilitator ensures that the attendees are well prepared

BEGINNING OF THE MEETING

6. Effective facilitator ensures the meeting will start and end on time
7. Effective facilitator open the meeting with prayer and sets the stage for success
8. Effective facilitator emphasizes the ground rules
9. Effective facilitator states the purpose and review the agenda

DURING THE MEETING

10. Effective facilitator creates a safe environment for participation
11. Effective facilitator maintains focus during the meeting
12. Effective facilitator engages everyone into the decision making process
13. Effective facilitator strives for consensus
14. Effective facilitator seeks completion of each item
15. Effective facilitator moves the meeting forward to get results

ENDING THE MEETING

16. Effective facilitator puts a closure to the meeting
17. Effective facilitator summarizes the meeting
18. Effective facilitator identify the action items
19. Effective facilitator evaluates the meeting
20. Effective facilitator adjourns the meeting

AFTER THE MEETING

21. Effective facilitator sends minutes soon after the meeting to all participants
22. Effective facilitator sends action items soon after the meeting to all participants
23. Effective facilitator follow-up with the members who missed the meeting
24. Effective facilitator writes notes to herself/himself to follow-up
25. Effective facilitator places minutes in an organization's minute book

5. BOARD PLANNING STRATEGIC-OPERATIONAL

Peter Drucker defined planning as actions taken right now to reach tomorrow's objectives.

Strategic planning means
Deciding what has to be done today to prepare
the school for the future.



STRATEGIC PLAN

The strategic plan focuses future oriented issues.
It drives an annual operational plan, meeting agendas,
Eventually board education plan.



IMPLEMENTING THE STRATEGIC PLAN

- Board should ensure that the strategic plan is implemented effectively.
- Strategic planning document must be converted to an annual operational plan.
- The annual operating plan provides detailed information with objectives, action steps, responsibilities and timelines.
- Annual operational plan needs to be supported with the annual budget.
- The budget provides a detailed plan in the language of dollars. The budget line-items will show the board's commitment to the strategic plan.

ANNUAL OPERATIONAL PLAN

THIRD PILLAR BOARD CULTURE AND DYNAMICS



THIRD PILLAR BOARD DYNAMICS & CULTURE

- ❖ Whether you know it or not, your board has an internal culture.
- ❖ How your board members communicate with each other, work as a team, and make decisions all define the culture of your board.
- ❖ And the nature of that board culture has a significant influence on the way your board carries out its work and shapes your board's performance.
 1. Board Culture
 2. Governance as a Teamwork
 3. Boardroom Chemistry
 4. Board and Principal Partnership
 5. Handling Conflicts

1. BOARD CULTURE

Great boards have a positive board culture encouraged by capable board chairs. Board chairs always encourage a positive board culture.

- ❖ They plan for adequate discussion time on critical issues
- ❖ They encourage that every member participates
- ❖ They encourage that every member feels their views are heard and respected
- ❖ They encourage facts and data not hearsay
- ❖ They ensure that no key decisions will be made without adequate information
- ❖ They encourage respectful disagreement
- ❖ They lead the board to a process of consensus
- ❖ They encourage everyone to support the board decision

CHARACTERISTICS OF STRONG BOARD CULTURE

- ❖ A healthy and respectful partnership between the board and the executive
- ❖ Trust and candor between board members
- ❖ Thoughtful and productive resolution of issues or disagreements
- ❖ A willingness to address poor board behavior that is negatively impacting the board
- ❖ A strong and positive board culture doesn't happen on its own. It is cultivated and managed over time.

CULTURE OF INQUIRY

Great boards adopts a culture of inquiry:

- ❖ A sense of mutual respect, trust, and inclusiveness among board members
- ❖ The capacity to explore divergent views in a respectful rather than adversarial manner
- ❖ A willingness to gather relevant information to inform decisions
- ❖ equal access to information
- ❖ The presence of active feedback mechanisms that help the board engage in continuous improvement
- ❖ an individual and collective commitment to decisions, plans of action, and accountability to follow through on the board's agreements

CULTURE OF INQUIRY

- While there are many elements of a strong board culture, one of the most important goals is to establish what BoardSource calls a “culture of inquiry.”
- This means that a board fully enlists differences of opinion, unique vantage points and areas of expertise, and deep, informed questions to cultivate strong collective wisdom.
- By doing so, boards with this level of inquiry engage and energize their members, use meeting time productively, own and support their decisions, embrace ongoing board development and growth, and ultimately make better decisions. Without a culture of inquiry, the same board can risk group-think, inertia, disengagement, and poor decision making.

2. GOVERNANCE AS A TEAMWORK

- ❖ Board's work is fundamentally a collective effort, and it requires a unique kind of teamwork among members.
- ❖ Board dynamics and board member relationships, require consistent care and board development.

THE FIVE DYSFUNCTIONS OF A TEAM

Based on Pat Lencioni's
“Overcoming the Five Dysfunctions of a Team”

FEAR OF CONFLICT

ABSENCE OF TRUST

INATTENTION
TO RESULTS

AVOIDANCE OF
ACCOUNTABILITY

**LACK OF
COMMITMENT**

BOARD INTERACTIONS

- ❖ A sense of mutual respect, trust, and inclusiveness among board members
- ❖ The capacity to explore divergent views in a respectful rather than adversarial manner
- ❖ A willingness to gather relevant information to inform decisions
- ❖ Equal access to information
- ❖ The presence of active feedback mechanisms that help the board engage in continuous improvement
- ❖ An individual and collective commitment to decisions, plans of action, and accountability to follow through on the board's agreements

3. BOARDROOM CHEMISTRY

- ❖ Most people have a combination of traits that may emerge according to the situation.
- ❖ The Great Boards intentionally recruit different personality types to the board to bring diversity:
 1. Facilitator
 2. Observer
 3. Skeptic
 4. Reframar
 5. Caller
 6. Cheerleader

1. THE FACILITATOR

- ❖ Highly observant to the needs and emotions of others by encouraging full participation, ensuring that different views are heard, and supporting everyone to do their best thinking.
- ❖ Helps keep the board on track in serving the interests of the organization and the board. (Ideally, facilitator traits are present in the board chair, committee chairs, and individuals designated to lead board discussions.)

2. OBSERVER

- ❖ Good at pointing out to the group insights and observations about board dynamics or other issues that illuminate board performance and get disagreements as well as accomplishments out in the open.

3. SKEPTIC

- ❖ Enjoys questioning the pros and cons, testing new ideas and playing the devil's advocate for a good argument that will help surface intelligent doubt and illuminate the issues and the stakes.

4. REFRAMER

- ❖ Skilled in recasting a complex or divisive issue in a new light, searching out and framing the real challenge at hand, and opening up new possibilities to shift attention to new ground for realistic options.

5. CALLER

- ❖ Courageous, sensitive, and skillful in calling individuals on questionable or inappropriate actions or disrespectful behaviors, the board's desired norms of behavior, or the welfare of the organization.

6. CHEERLEADER

- ❖ A cheerleader who celebrates what's working well, motivates the board to do even better, and reminds the group of the common vision, core values, and the interests of the organization.

4. BOARD PRINCIPAL PARTNERSHIP

A high-performing nonprofit is the product of both a **high-impact governing board**, and a **high-impact principal**, who work together as a cohesive strategic leadership team.

LEADERSHIP TEAM

A Venn diagram consisting of two overlapping circles. The left circle is yellow and labeled 'BOARD LEADERSHIP'. The right circle is purple and labeled 'PRINCIPAL LEADERSHIP'. The overlapping area between the two circles contains the text 'Board chair leads the board' above 'Principal leads the staff'.

BOARD LEADERSHIP
Board chair leads
the board

PRINCIPAL LEADERSHIP
Principal leads
the staff

WHAT DOES THE BOARD EXPECT FROM THE PRINCIPAL

1. The principal is a competent, productive, capable, skillful visionary leader who effectively and efficiently run operations of the school and manages the people.
2. The principal is a self-starting leader who initiates programs and finds creative solutions to problems.
3. The principal understands that board members are volunteers and busy people, offering commodities that are high demand and rare (time, expertise, resources, interest and connections).
4. The principal understands that board members are deserving of adequate and focused background materials, and well-organized meetings.
5. The principal is a responsive and sensitive to board's needs and being positive and supportive of the board and its individual members in all board meetings and public forums.
6. The principal keeps the confidentiality of board discussions, as the principal expects each member of the board to do.

WHAT DOES THE PRINCIPAL EXPECT FROM THE BOARD

1. The board is competent and skillful in handling governance issues and board members are passionate for the mission and they are open minded, and they don't have personal agendas or conflicts of interest.
2. The board members understand that the principal is the CEO of the school, charged with its day-to-day management.
3. The board members understand that the principal's job is long and lonely and he/she needs support, encouragement, praise and appreciation.
4. The board members understand that the principal's job is difficult, given the competing and sometimes conflicted demands of the various constituencies of the school.
5. The board members understand that educating the constituencies of the school as to the role of the board and the individual trustees and clarifying these respective roles is the board's responsibility.
6. The board members understand that the principal is not answerable to each individual trustee, but rather to the board as a whole.
7. The board members understand that ensuring that any disagreements with the principal are discussed in a private forum, with confidentiality.
8. The Board members contributes to the school's growth by giving annual donations, participating in fundraising and also with skills and abilities.

WHAT BOARD MEMBERS AND THE PRINCIPAL EXPECT FROM THE BOARD CHAIR

1. The chair ensures that the board conducts its business in the most effective and professional way and the board does not overstep its limits.
2. The chair meets regularly and consults with the principal to anticipate and strategize board issues, concerns, and priorities.
3. The agendas for the board meetings are developed in consultation with the principal and are sent out in advance; board meetings are run efficiently.
4. Proper research is done on all issues in advance and ample time is allocated for discussion on agenda items.
5. The chair is the principal's No.1 public advocate. He/she is a supporter, listener, private confidante, advisor, and critic when necessary.
6. The chair ensures that the principal has an opportunity to participate to review potential trustees and officers.
7. The chair ensures that trustee orientation and board development workshops and seminars takes place.
8. The chair makes sure that annual board evaluation and the evaluation of the chair take place.
9. The chair makes sure that, and takes a lead in the evaluation of the principal.
10. The chair accepts the responsibility to be the disciplinarian of the board if it is necessary and is willing to counsel unproductive, disruptive trustees of the board.

TEN BEST PRACTICES TO STRENGTHEN PARTNERSHIP BETWEEN PRINCIPAL AND THE BOARD

- 1. Clarity of Roles and Responsibilities**
- 2. Mutual Respect and Trust**
- 3. Open and Honest Communication**
- 4. Working Together Towards the BIG PICTURE**
- 5. Planning Together**
- 6. Annual Goal Setting**
- 7. Annual Evaluation for Principal & the Board**
- 8. Commitment to Excellence & Continuous Learning**
- 9. Develop the Board to Become More Effective**
- 10. Commitment to Handle Crises Professionally**

5. HANDLING CONFLICTS

THE WISDOM OF CROWDS

“The best collective decisions are the product of disagreement and contest, not consensus or compromise.”

James Surowiecki-The Wisdom of Crowds

CONFLICT WHEN IT HELPS

- ◆ Different views
- ◆ Weigh in many points of views
- ◆ Gain best picture of options
- ◆ Better decision making
- ◆ Better buy-in to outcome and implementation

CONFLICT WHEN IT HURTS

- ◆ Attacks on individuals and organizations
- ◆ Frustration amongst board members
- ◆ Parent organization gets involved
- ◆ Good trustees may decide to leave the board
- ◆ The principal may decide to leave the school
- ◆ Split in the community
- ◆ Legal action

HOW TO DEAL WITH CONFLICT

Before: Preventive Strategies

Prevent conflict before it disrupts your board

During: Intervention

Resolve conflicts quickly once they are evident

After: Reaching Resolution

Conduct a fair conflict resolution meeting

DISCIPLINING TRUSTEES: JOB FOR THE CHAIR

The principal says: “We have a trustee stirring up trouble, communicating inappropriately with staff and community members, and not respecting confidentiality, bringing up his children’s issues to the board room and my board chair will not discipline this trustee.”

The board chair says: “How can I discipline volunteers? They give their time and money. I didn’t agree to do this when I signed up to be chair. Let’s just let him finish his term.”

**WHAT ARE THE ISSUES?
WHAT DO YOU DO?**

HOW DOES THE BOARD RESPOND TO COMPLAINTS

- ◆ The trustees who hear complaints from parents, staff or community members should not try to solve them themselves, but refer them directly to the principal and immediately inform the principal. Even silence can be misinterpreted as agreement with a complaint.
- ◆ A trustee who learns of an issue is responsible for bringing it to the principal or the board chair and must not deal with the situation individually.
- ◆ “I appreciate your sharing this with me and hope you will either share your concern directly with the teacher or with the appropriate administrator” .
- ◆ If a complaint comes in writing, a written answer should say that the question is being referred to the principal and indicate that a copy of the reply is being sent to the principal.
- ◆ The board should not sit as a court of appeal on the principal’s decisions.
- ◆ A board or sub-committee allowing access to the complainer undermines the authority the board has delegated to the principal.

SCENARIO

It is 6:30 p.m. on a Wednesday evening.
You are just about to sit down for dinner with your family
when the phone rings. On the line is a very upset person
wanting to visit with you right now about a specific issue.
Of course, before they will let you go, they want an
immediate solution at this very moment.

WHAT SHOULD YOU DO?

PREVENTING CONFLICT

- 1. Ten Preventive Strategies**

- 2. Boardroom Etiquette**

- 3. Skillful Board Chair**

The Board Chair's Role

Eight Characteristics of a Successful Board Chair

Recommendations for Board Chairs

1. TEN PREVENTIVE STRATEGIES

1. Skillful Board Chair: Carefully select the board chair and provide training to him/her to provide leadership to the board.
2. Governance Committee: Establish a governance committee to provide orientation, training and guidance to the board.
3. Board Development Plan: Establish a Board Development Plan.
4. Recruit Carefully: Establish a board profile/matrix to make a conscientious effort to select board members carefully.
5. Clear Expectations: Make clear to the board members what the expectations are.
6. Board Contract: Require board members to sign a letter of agreement in terms of trustee service.
7. Trial Period: Require prospective board members be subject to a trial period.
8. Term Limits: Establish term limits such as three-year terms with a limit of two consecutive terms.
9. Conflict Resolution Process: Develop a conflict resolution process and provide training to board members.
10. Termination Process: Adopt bylaws that spell out processes by which a board member can be removed by vote, if necessary.

2. BOARDROOM ETIQUETTE

The board chair, with the whole board, establishes boardroom etiquette/norms. The board chair ensures that boardroom etiquette is followed.

- Arrive on time and attend the entire meeting.
- Come to meetings well-prepared.
- Do not interrupt the speaker.
- Listen to what others have to say.
- Critique the problem, not the board member.
- Be courteous to others

3. THE BOARD CHAIR'S ROLE

The board chair is the leader of the board and responsible for everything in the board, including providing guidance and discipline to the board members:

- Clarifies roles and expectations before they are on board.
- Encourage that every board member has a specific responsibility.
- Encourage discussion and debate.
- Offers guidance and help to board members.
- If a board member is out of line, disciplines.
- Offers appropriate thanks and appreciation.
- Encourage participation so broad spectrum of perspectives are presented.
- Ensures that no one feels penalized for voicing an unpopular view.
- Encourages asking questions:
 - ✓ These are the questions we are still wrestling with...
 - ✓ What are your thoughts on each?
 - ✓ What questions have we failed to ask that we should have considered?

CASE STUDIES

- ❖ Parent Complaint
- ❖ Faculty Complaint
- ❖ Trustee Complaint
- ❖ Board/donor Challenges
- ❖ Board chair Challenges

PARENT COMPLAINT

You are at a fund-raising dinner,
and an influential parent and community member
tells you that the 3rd grade teacher is not doing her job.

He claims the only reason
his child has learned multiplication is through the
additional efforts of his wife, not the teacher.

FACULTY COMPLAINT

You receive an e-mail signed by the entire faculty expressing their disapproval of the firing of the long term school librarian and asking for a meeting with the trustees.

The principal has already informed the board of her decision. Furthermore, she proposed using the executive committee as a sounding board to work out the timing and terms of the dismissal since she expected it would be unpopular with the faculty.

TRUSTEE COMPLAINT

Trustee Mr. X, a major donor, does not agree with the recent board decision to revise the financial aid policy to better align with the mission of seeking a diverse student body.

After the meeting, he meets with other parents to share his outrage that the board would invest more funds to attract certain students when there is no problem filling seats with full pay students. The board chair hears from one of the parents who tells him he felt uncomfortable with the conversation.

BOARD/DONOR CHALLENGES

Trustee Y, a big donor, is disruptive at every meeting. While engaging in side conversations, he doesn't hear what's going on and then makes comments unrelated to the conversation.

He also shares his “aha moments” the minute they occur to him even if the conversation has moved on. He is always most interested in the operational detail and is full of suggestions for the principal.

BOARD CHAIR CHALLENGES

At Blue Skies School, the board spent its retreat setting annual goals for the first time since receiving a disappointing short accreditation.

One major decision was to scrap the unfinished strategic plan that has taken 2 years of work by Trustee Z.

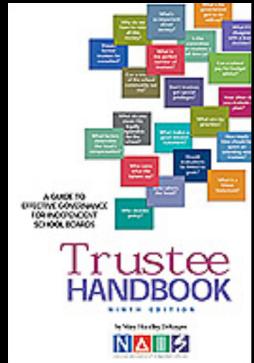
They decide to start over to plan an inclusive process.

After the meeting, trustee calls the board chair, to convince her to let him finish the plan. She announces in an email to the Principal and board that Mr. Z will continue his work.

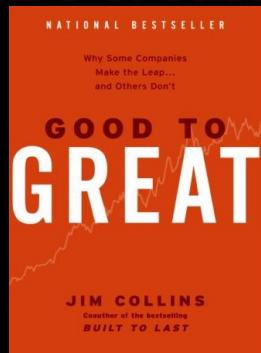
EXERCISE

Identify ways you will help your board improve in at least one of the twelve principles.

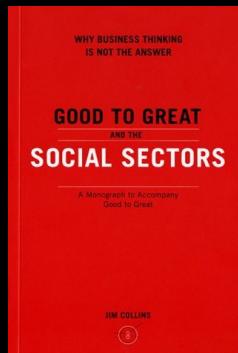
RESOURCES



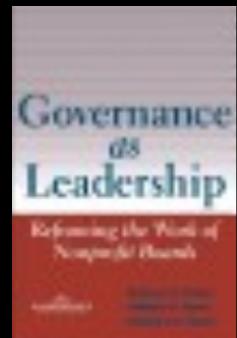
NAIS



Jim Collins



Richard Chait



www.nais.org



www.boardsource.org



www.isminc.com

*“No single relationship
in the organization is as important as that
between the board and its chief executive officer.”*

John Carver, Boards that Make a Difference

