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Good Governance

The following materials were presented by Richard L. Mandel, J.D., at the plenum “Principles of Good Governance for the Solomon Schechter Day Schools” in Dec at the Biennial Conference of the Solomon Schechter Day School Association of Synagogue of Conservative Judaism. The presentation was made possible by a between the SSDSA and PEJE (Partnership for Excellence in Jewish Education) the strength of Boards of Trustees of Solomon Schechter Day Schools.

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Standards of Excellent School Governance

A Guide to Roles and Responsibilities

What is School “Governance”?

1. Actions and decisions by the persons and groups who legitimately govern a board members and Principal
2. Definitions of the roles, responsibilities, authority of board and committees, School – in all areas of school (mission, all aspects of program, student admissions/retention/evaluation/discipline, personnel, facilities, budget, finance, development, etc.)
3. Structure and Organization – of board and of board/Principal relations
4. Decision-making process

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What Goes Wrong? – The Major Problems in School Governance

What kinds of governance issues arise in the lives of lay and professional leaders

1. Who has right to make a decision? President, Board members, and Principals think – this is my issue to resolve. Why is a decision being forced on me?
 - Curriculum
 - Hiring of faculty – religious issues; secular qualifications; intensity and level of instruction
 - Evaluation and retention of faculty
 - Extent and limits of power. Responsibility, authority.

- Scholarship
 - Financial oversight
 - Facilities oversight
2. What is the correct process?
- Discussing things too early/too late
 - Confusion about who has authority and in what order – review of completed
 - Reliance on oral tradition
3. Lack of shared leadership agenda – Head, Board, Committees all operate w agreement as to annual or long term goals

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What is “Good Governance”?

Concerning any issue or action by the Board, its committees and members or by School: roles, responsibilities, assignments of authority, decision-making process

- § In writing
- § Explained
- § Clear to everyone
- § **Functional, and they are**
- § Followed

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Why Bother with Good Governance?

- Legitimacy – in fact, in perception
- Quality – “high standards”

- Avoid complacency
- Lessen inappropriate conflict
- Lessen confusion
- People do their best work when their authority and responsibilities, as well as the process to follow, are clear, not overlapping, and efficient

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The Value Added by Good Governance

1. Model mission – leaders always teach the mission; affect school culture and experience
2. Morale
3. Reduce leadership turnover
4. Credibility
5. Efficiency
6. Attract strong board members, donors, professional leaders, teachers, families, students

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Role of the Head of School in Board Development

1. Support Trustee leadership.
2. Partner -- with key leadership (president, executive committee, veteran respected founding members)
3. Role Models/Network - exposure to other Board leadership – looking for respected models

4. Strategic Moment - Link improved governance to achieving a board priority – f strategic plan, student recruitment, avoid repetition of past damage

5. Four hot opportunities for initiating change:

1. Leadership change –Board or Principal
2. Major campaign
3. Accreditation
4. Crisis

Possible roles for SSDSA

1. Leadership task force to draft model Principles of Governance Practice
2. Provide Board consultation or education
3. Newsletter articles on governance addressed to Board leadership

7. Principal provide leadership – lead governance sessions to create awareness of governance, develop interest in spending time and money on improved governance

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Standing On One Foot: How to Achieve Good Governance

1. By-laws up-to-date, followed
2. Mission-based – actions and decisions based on a useful school constitution
3. Principles of Governance Practice – developed, written, adopted, regularly reviewed
4. Annual Goals for Board, its committees, and Principal – public accountability
5. Routine Attention to Board Improvement – recruitment and retention of Trustees, orientation (to school & to Board), education (re: governance, education, issues and

students and families, budget, fundraising, etc.), annual retreats. Role of Committee Trustees.

6. Strategic Plan – aligned, comprehensive, participatory, implementation-focused, community building, performance based, efficient, fundraising cultivation

7. Policy Book

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Seven Homework Assignments – as above

As a first step, use these materials and principles during orientation.

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Resource

DeKuyper, Mary Hundley, Trustee Handbook, 7th Edition, National Association of Independent Schools, 1620 L Street NW, Washington, DC 20036-5605.

This handbook on effective school trustees and effective Boards can be obtained or its website: www.nais.org

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Core Principles of Legitimate and Good Board Governance

1. Fiduciary responsibility. OED: a Trustee is “1) One who is trusted or to whom something is entrusted; a person in whom confidence is put. 2) One to whom property is entrusted to be administered for the benefit of another; often *loosely* one of a number of persons appointed to manage the affairs of an institution. 3) One who is held responsible for the preservation and administration of anything.

The key idea of being a “fiduciary” is that the individual or group holds property, property, and responsibility for the benefit of another – not for his/her/its own personal benefit.

2. Mission Alignment is constant goal.

3. Collective Responsibility and Action is a necessary criterion for legitimate a
4. A Board Member Is Always On Board.
5. The School Wins All Role Conflicts.
6. Confidentiality is always maintained.

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Richard's Believe it or Not! Seven Hard Truths:

1. Some Board members and some Principals enjoy and personally benefit from governance.
2. "The Board sets policy; the Head of School implements policy." -- Not always

Possible Areas of Managerial/Operational Responsibility for Boards:

Criteria:

1. Area does not involve educational or co-curricular programs, such as curriculum teaching, students, faculty, staff, administration, etc.
2. Board in best position within school organization to manage this area
3. Special expertise of board members otherwise unavailable
4. Principal and Chair agree on appropriateness of Trustee administrative involvement

Examples:

Board's self-management

Finance

Legal

Real estate

Governmental

Development/Fundraising

3. If day school parents are not actively represented in school governance, you are not allowed to complain about a lack of financial resources.
4. Becoming a Board member decreases a person's freedom of speech and action concerning the school. Particularly true for parents and community leaders.
5. A Board member cannot serve on the Board as a representative of another organization.
6. A Board of more than 25 members cannot practice good governance. 16-20 members would be ideal.
7. Sooner or later, every Board gets the Principal it deserves.

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Typical Board Organization

OFFICERS: Chair; Vice-chair; Treasurer; Secretary

COMMITTEES

- Committee on Trustees
 1. Reviews/evaluates Board organization and functioning
 2. Supports Chair in Board management
 3. Leads Board development & Board retreats
 4. Evaluates Trustees and Chair; reports to Board
 5. Assesses Board membership needs
 6. Organizes cultivation of new Trustees

7. Nominates Board members, officers, and committee chairs
8. Designs and carries out Trustee orientation
9. Monitors and evaluates progress in achieving Board and Trustee goals

· Executive Committee (and/or Head's Advisory Committee)

1. Monitors and guides major Board business
2. Supports Chair in maintaining Board and school boundaries
3. Advises and supports Chair and Head
4. Establishes and recommends substantive decisions to include in annual budget
5. Evaluates Head and Monitors progress of Head's annual goals
6. Reviews and sets Head's compensation and benefits
7. Appoints search committee for new Head

· Strategic Planning Committee

1. Develops goals for the strategic planning process and timetables
2. Decides whether to lead and facilitate planning process itself or to use inside/outside consultation
3. Acts as steering committee to implement each stage in planning
4. Reviews plan projects and develops final draft for Board approval
5. Monitors implementation of adopted plan

· Education Committee

1. Informs itself and Trustees about school programs
2. Uses the mission and strategic plan to create shared performance measures
3. Evaluates effectiveness of program using agreed upon measures
4. Is a forum for discussing new programs before Board consideration
5. Monitors implementation of new programs

- Finance Committee

1. Reviews and approves Head's budget for its financial soundness before submitting to the Board
2. Reviews quarterly (or monthly) comparisons of operating budget and expenditures
3. Authorizes and reviews annual audit
4. Reviews financial aid policies
5. Reviews insurance policies
6. Supervises investments

- Buildings and Grounds Committee

1. Assures compliance with codes, safety, zoning, etc.
2. Retains professionals for renovation and construction
3. Leads development of master site development plan

- Development Committee

1. Oversees stakeholder relations, friendraising
2. Supports school's positive internal and external reputation, including marketing relations, and admissions
3. Cultivates potential donors and institutional alliances
4. Leads annual, capital, and planned giving campaigns

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The Secret of High Performing Boards The Committee on Trustees

Committee on Trustees

1. Assessment of current Board functioning, strategic goals, major strategies, needs
2. Assessment of individual Board members strengths and weaknesses (a strategy)

assessment, with summary provided by Committee to Board for discussion)

3. Ongoing cultivation of prospective Board members
4. Recruitment of new Board members
5. Nomination of Board members
6. Exit interviews with departing trustees
7. Orientation of new and veteran Board members
8. With Executive Committee, assign Board members to committees
9. Board education
10. Non-Board members on Board committees

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