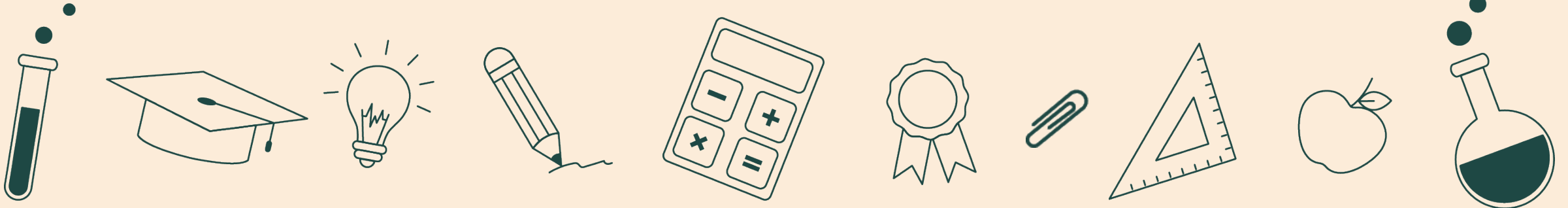




Board Overview & Building Capacity

Cerrone C. Lockett
SCSC General Counsel

State Charter Schools Commission of Georgia





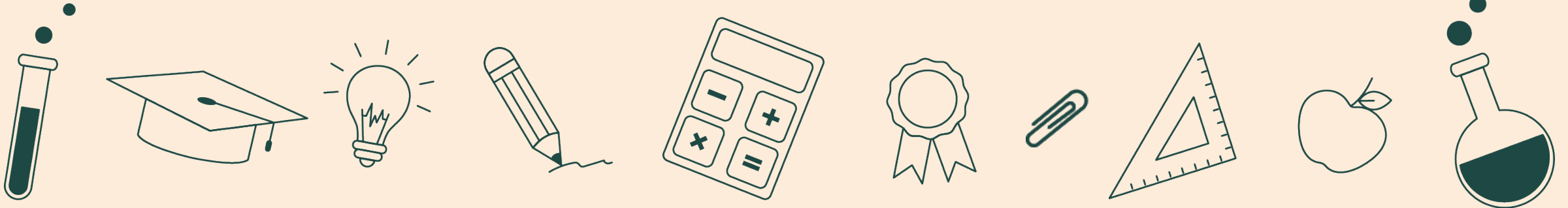
Presentation Overview

- Basic Requirements
- SCSC Expectations
- Fiduciary Duties
- Conflicts of Interest
- Expertise & Capacity





What is a state charter school governing board?



Governing Board

O.C.G.A. § 20-2-2081 (4)

- The governing board of the non-profit organization that applies to the SCSC to operate a state charter school.
- The governing board is involved in school-level governance of the state charter school.





Basic Legal Requirements

SBOE Rule 160-4-9-.06(2)

- Employer obligations
- School Leader oversight
- Operations, compliance, Contractor/vendors
- Pre-opening milestones
- Georgia Open Records Act
- Georgia Open Meetings Act
- Transparency requirements
- Training requirements
- Conflict-of-interest requirements
- Non-profit obligations



SCSC Expectations

The Charter Contract

Functions

- Set school mission and vision
- Adopt school policies
- Collaborate to ensure legal, regulatory, and contractual compliance.
- Effective organizational planning
- Financial stability

Duties

- Autonomous
- Adherence to bylaws
- Charter compliance
- Substantive control
- Monitor improvement goals
- Stakeholder communication
- School Leader oversight



Non-Delegation

- The functions and powers provided for in the charter contract cannot be delegated to a third party without SCSC approval.
- Contracts (e.g., lease agreements, Educational Service Provider (ESP) agreements etc.) cannot permit circumvention of governing board authority.



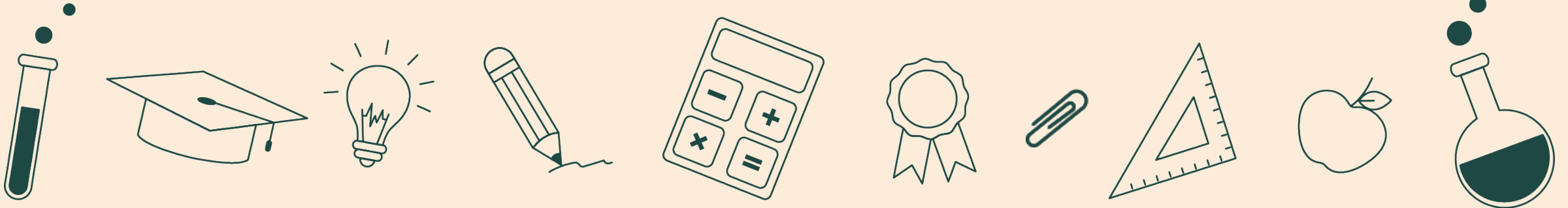
ESP and Vendor Agreements

- Petition should demonstrate a level of due diligence in selecting an ESP that reflects the board's fiduciary duties to the school.
- The terms of any ESP or vendor agreement should reflect the board's obligation to oversee its vendors and to act autonomously.
- The school's partnership with an ESP must reflect its role as an employer; and its obligations to select, evaluate, and dismiss the school leader.
- ESP arrangements must reflect the board's obligation to oversee school finances, operations, and academics; to set the mission and vision of the school; and to adopt school policies.





Fiduciary Duties



Fiduciary Duties



A state charter school governing board has fiduciary duties to the school – its students, staff, and community. Each member of a state charter school governing board must independently exercise their judgment with **care, loyalty, and obedience**.



Duty of Care



- Act in good faith
- Use reasonable diligence, care, and skill in executing duties
- Act in the best interests of the school

Duty of Loyalty



Avoid and closely evaluate conflicts-of-interest
(act in the best interests of the school)



Duty of Obedience

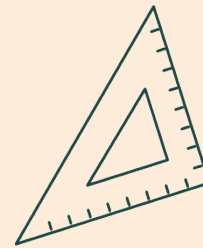
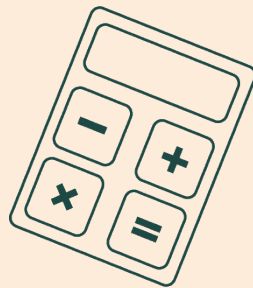


- Act in furtherance of the school's purpose and in compliance with the law.
- Devote the sufficient time to govern appropriately.





Conflicts of Interest



Conflicts-of-Interest

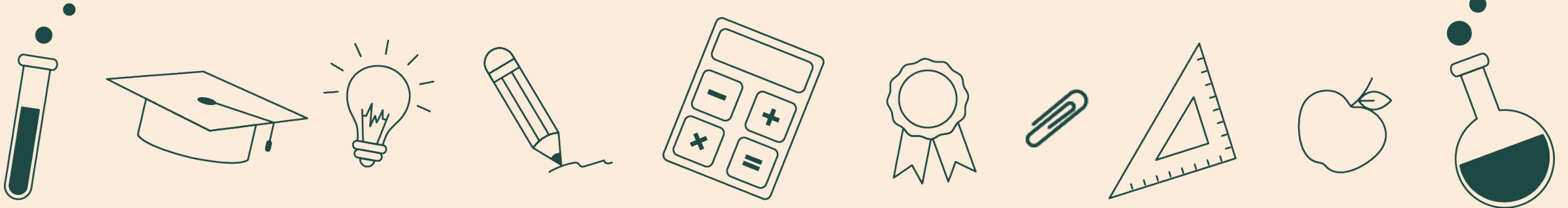
Governing board members **MUST NOT**:

- Act in an official capacity in any matter where the board member has a material financial interest that would reasonably be expected to impair objectivity;
- Solicit, accept, or knowingly accept something where there is an understanding that item was offered to influence the board member's execution of their duties.
- Use their position (or information acquired exclusively by reason of their position, and which is not publicly known) for the purpose of securing financial gain.





Composition & Recruitment





Basic Requirements

O.C.G.A. § 20-2-2084

The members of the governing board for the state charter school must:

- be United States citizens
- be Georgia residents
- not be employed by the state charter school
- not be an officer or serve on the board of directors for any organization that sells goods or services to the state charter school
- not be an officer, member, or employee of a local board of education or an employee of a local school system.





Needs Assessment

- School/Education Leadership
- Attorney/Legal
- Human Resources
- Financial Management/Business Administration
- Real Estate/Commercial Real Estate
- Fundraising
- Marketing
- Community Organization Development
- Building Community Partnerships
- Non-Profit Management



Board Transitions

- Succession Planning
- Term Limits (successive or overlapping)
- Founding Governing Board v. Operational Governing Board
- Founder-Governing Board Member v. School Leader/Executive Director/Chief Executive Officer





Recruitment

- Establish an internal processes to support recruitment efforts.
- Develop a recruiting team.
- Create recruitment tools, including interview processes/questions and onboarding materials.



Assessing Board Capacity

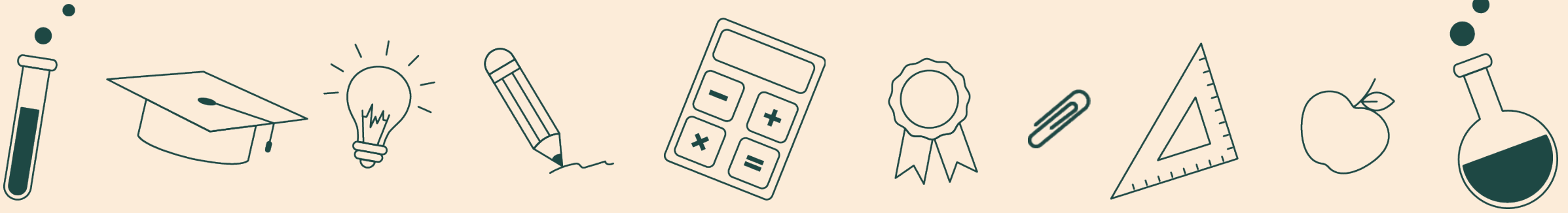
Petition & Capacity Interview

- Board selection process.
- Board make-up and experience.
- Required training and/or assurances.
- Extent of participation in developing the petition and engaging the school community.
- Substantive participation in relevant issue areas during the capacity interview.



Questions





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