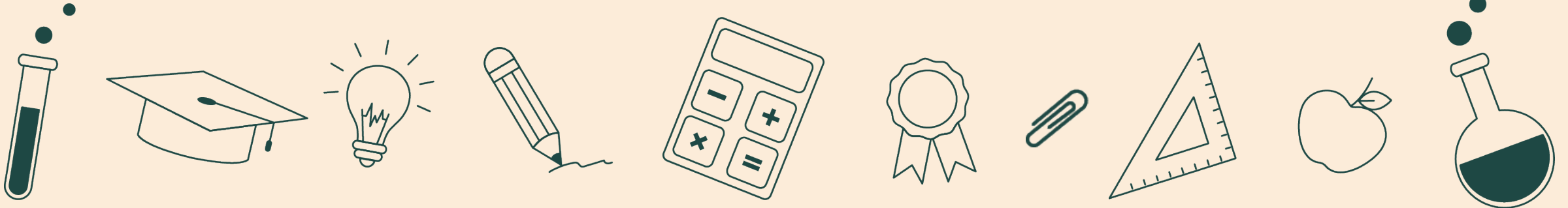




Board Overview & Building Capacity

Cerrone C. Lockett
SCSC General Counsel

State Charter Schools Commission of Georgia





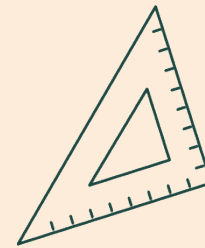
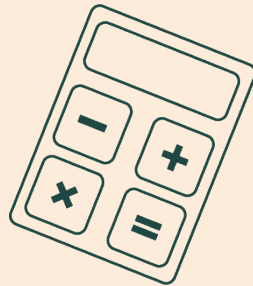
Overview

- Definitions
- Expectations
- Fiduciary Duties
- Conflicts of Interest
- Experience & Capacity





What is a “governing board?”



Governing Board

- 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.

O.C.G.A. § 20-2-2062(3.1); 20-2- 2081(4)





School Level Governance

School-level governance means “decision-making authority in personnel decisions, financial decisions, curriculum and instruction, resource allocation, establishing and monitoring the achievement of school improvement goals, and school operations.”

O.C.G.A. § 20-2-2061 (12.1)





Oversight Obligations

- Employer
- LEA Oversight
- Operations,
- Contracts
- Pre-Opening
- Open Records Act
- Open Meetings Act
- Transparency
- Training
- Conflicts of Interest
- Non-Profit Status

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



Contract Expectations

The Charter

- Set mission and vision
- Adopt policies
- Ensure legal, regulatory, and contractual compliance.
- Organizational planning
- Financial stability

- Act Autonomously
- Adhere to Bylaws
- Charter compliance
- Substantive operational control
- Monitor improvement goals
- Stakeholder communication
- School Leader oversight

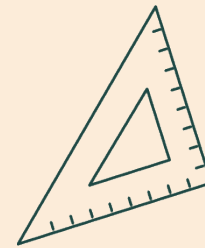
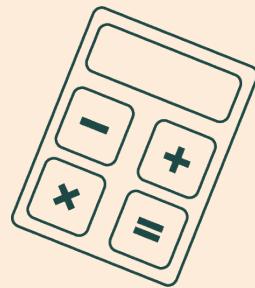
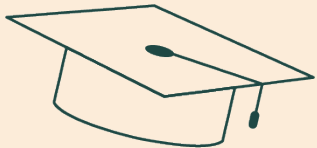
ESP and Vendor Agreements

- Agreements should reflect due diligence aligned to fiduciary duties
- Agreements must uphold the board's obligation to oversee its vendors and to act autonomously.
- Agreements and partnerships must reflect the board's obligation to employ certain staff and to select, evaluate, and dismiss the school leader.
- Contracts and 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.**



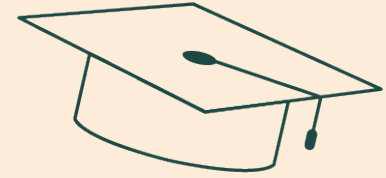
Duty of Care



- 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

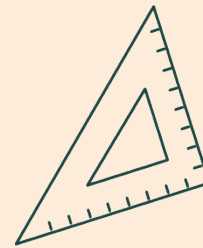
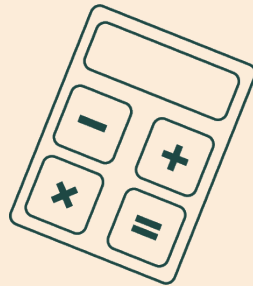


- Act in furtherance of the school's purpose and in compliance with the law.
- Devote the sufficient time to govern appropriately.





Conflicts of Interest



Conflicts-of-Interest

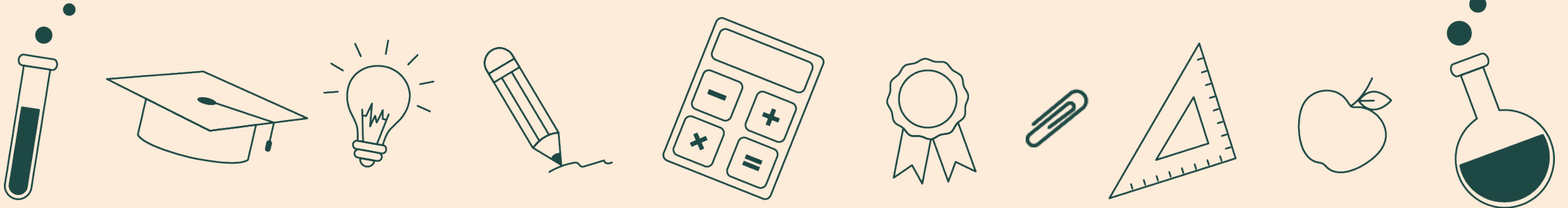
Governing board members **MUST NOT**:

- 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 the 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.



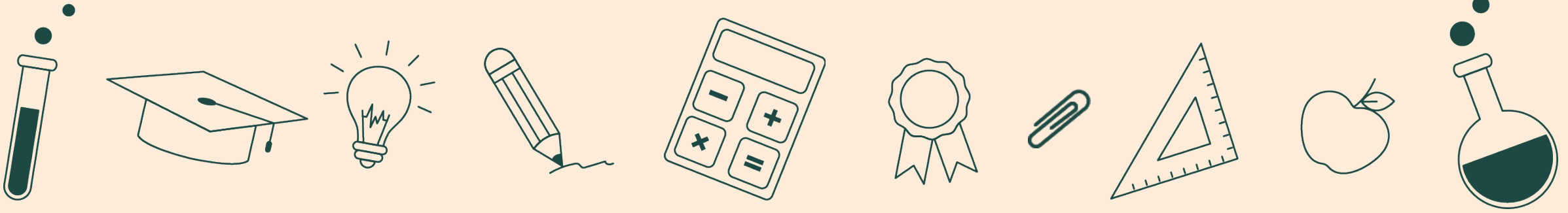
Board Transitions

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



Questions





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