

# Board Overview, Building Capacity, and Due Diligence

State Charter Schools  
Commission of Georgia



**Gregg Stevens**  
Deputy Director  
General Counsel

# Overview

- Role of a Charter School Governing Board
- Building Capacity in a Governing Board
- Conflicts of Interest
- Governing Board Due Diligence
- Common Pitfalls

# Role of a Charter School Governing Board

- A state charter school governing board is responsible for the vision-setting, policymaking, and oversight of a Local Educational Agency expected to provide a high-quality education to students with a multi-million dollar budget of public funding.

## Fiduciary Duty

- A state charter school governing board has a fiduciary duty to the school – its students, staff, and community. Each member of a state charter school governing board must independently exercise his or her judgment with care, loyalty, and obedience.

# Charter Contract

- The charter contract for a state charter school is between the SCSC and the school's governing board. As a result, the school's governing board is responsible for the responsibilities and obligations therein.

## Substantive Control

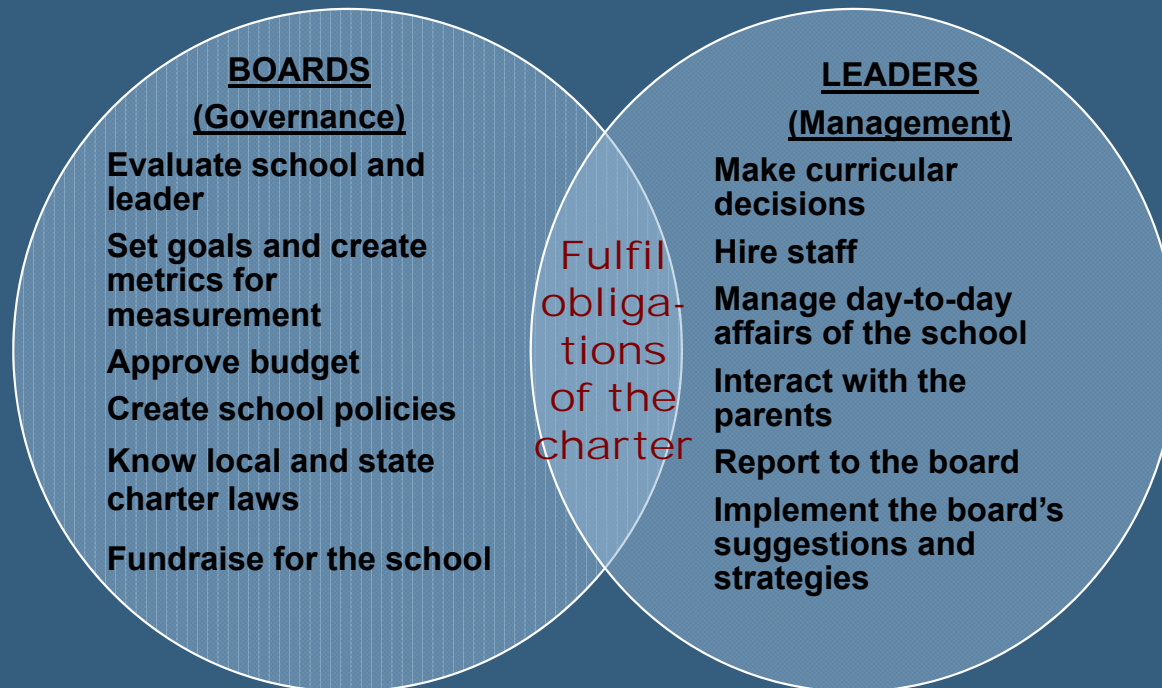
The Governing Board shall exercise substantive control over such areas as personnel decisions, financial decisions, curriculum and instruction, resource allocation, establishing and monitoring the achievement of school improvement goals, and school operations. The Governing Board's substantive control over curriculum and instruction expressly includes reviewing, revising, and applying adjustments to its curriculum, instructional methods, educational programs and operational procedures to ensure that the school's educational model is aligned to Georgia state standards and the needs of its students and community.

# Holding the School Leader Accountable

- While the Governing Board must exercise substantive control over the school's mission, vision, and allocation of resources, it is the School Leader's responsibility for the implementation of the governing board's directives.
- In turn, the governing board must hold the school leader accountable for fulfilling the governing board's directives.

# Holding the School Leader Accountable

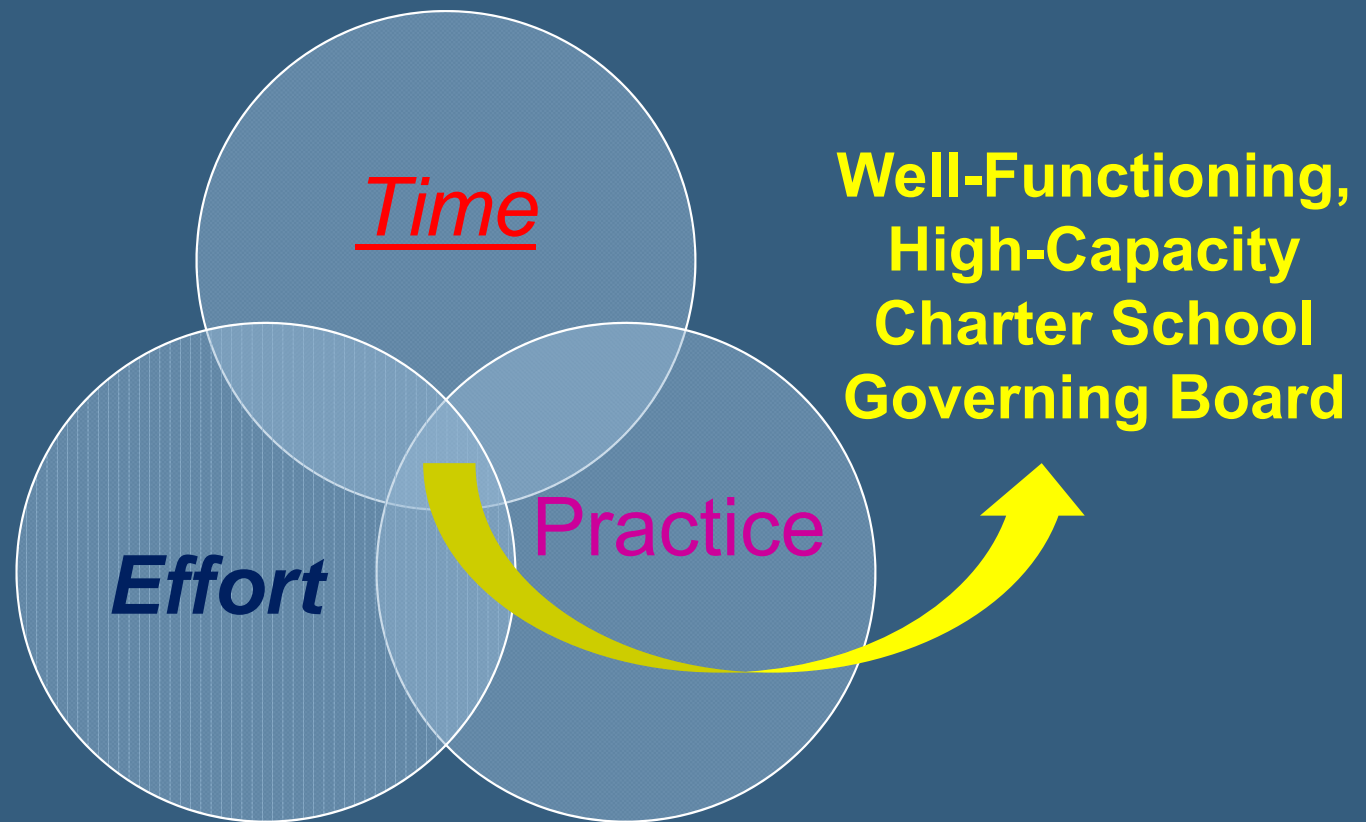
- Effective board members understand the difference between governance and management.



# Holding the School Leader Accountable

- Holding School Leaders Accountable requires:
  - Engaging in board meeting discussion;
  - Staying abreast of new information from the SCSC, GaDOE, and other agencies;
  - Listening to parents and stakeholders;
  - Trusting in the School Leader – but verifying that trust is warranted.

# Building Capacity



# Key Component of Capacity: Leverage Diverse Skillsets

- State charter school boards should be composed of individuals who have diverse skillsets. The following backgrounds and expertise contribute to a high-capacity governing board:
  - Education – particularly at a school district level
  - Legal and Regulatory
  - Human Resources
  - Finances and Accounting
  - Real Estate
  - Fundraising
  - Marketing
  - Community Partnerships

# Key Component of Capacity: Understanding the LEA

- Each state charter school must operate as a school district.
- Operating as an LEA requires:
  - An emphasis on data reporting and accuracy.
  - Dedication to serving all students regardless of cost.
  - Specific financial management and reporting.
  - Personnel and business management.
- **A governing board must demonstrate it can effectively implement systems and processes to ensure the school meets all obligations of ab LEA.**

# Key Component of Capacity: Understanding SCSC Expectations

- To help boards understand their obligations and responsibilities, the SCSC clearly outlines its expectations in the areas of academics, operations, and finances within the SCSC accountability tool: the *Comprehensive Performance Framework (CPF)*.
- A governing board must demonstrate that is aware of its accountability expectations and actions necessary to meet those expectations.

# Key Component of Capacity: Engagement

- Engaged board members understand the substantial time commitment required to run a state charter school.
  - Attending board meetings and school events;
  - Preparing for board meetings in advance;
  - Participating in board discussion;
  - Respecting the board meeting.
  - Obtaining annual governance training;
  - Staying abreast of new information;
  - Listening to parents and stakeholders;

## *Critical* Components of Capacity: Monitoring and Adapting

- Capable governing boards monitor the school's progress and performance and make adjustments necessary to improve performance.
- To monitor performance, capable governing boards verify school leader reports, utilize committees to dive deeply into performance data, closely examine financial statements and reports, review monitoring reports of the SCSC and other agencies, etc.
- Depending on the school's performance, capable governing boards direct and demand action from the school administration. This may include a variety of academic interventions, financial resource allocation, operational remediation, and all combinations thereof.

## *Critical* Component of Capacity: Knowing What You Don't Know

- Governing boards of operational schools must identify their strengths and resources and take specific action to mitigate weaknesses.
- It is particularly important for governing boards of potential charter schools to understand the need for further and constant development as well as the specific areas that need to be solidified. The governing board of a potential charter school must be able to articulate its shortcomings as well as the process and systems it will utilize to build capacity.

## *Critical* Component of Capacity: Avoiding Conflicts of Interest

- Even the appearance of a conflict of interest destroys the perception of capacity and effectiveness in the eyes of the charter school authorizer and the school's stakeholders.
- As a result, it is absolutely critical for a charter school governing board to identify members who are above reproach, adopt and adhere to a strong conflict of interest policy, and constantly demand ethics and transparency from its members.

# What is a Conflict of Interest?

- Acting on any matter in which you, an immediate family member, or your business also have a personal or financial interest.
- Receiving or allowing the receipt of anything of value to you, your immediate family member, or your business as a result of your office or in exchange for your action.
- Utilizing information known to you as a board member for your gain or that of your immediate family member, or your business.

# What are More Conflicts of Interest?

- The charter school buying or selling goods or services with a business for which you also serve on the board of directors.
- One or more immediate family members serving on the same governing board.
- Leasing or buying a facility from a board member or employee.
- Use of a product, good, or service that inures benefit to a school employee or related party.

# What Happens if a Conflict of Interest Occurs?

- Generally, a governing board member who discloses a conflict of interest will alleviate the conflict by recusing him or herself from the specific action.
- However, if the conflict arises from a continuing relationship or significant interaction, the conflict is so pervasive that the board member must resign.
- Examples of conflicts that require resignation include, but are not limited to: immediate family members serving on the same board, facility transactions with board members, ESP partnerships with board members, other long-term partnerships with organizations with which a board member or employee have an interest.

# Board Member Due Diligence

- To increase the ability of the governing board to act with sufficient capacity and minimize conflicts of interest, choose governing board members wisely and conduct due diligence on those whom you choose.
- What to look for:
  - Appropriate track record for role – e.g. Treasurers should not have a history of financial impropriety.
  - Criminal history that would impair service or endanger children.
  - Business and familial relationships that present conflicts of interest.

# Board Member Due Diligence

- When considering board members for service:
  - Interview prospective members and ask hard questions;
  - Check references and work history;
  - Check court records;
  - GOOGLE!!!

# Common Pitfalls

- Common (easily remediable) pitfalls in prospective charter school governing boards include:
  - Family members on the same governing board.
  - Pervasive conflicts of interest.
  - Too many prospective employees serving on the governing board.
  - Overreliance on “advisory boards.”
  - Misuse of Ex-Officio Members

# Questions

