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Board Member Agreements

Overview

A board member agreement outlines each board member's commitment to uphold his or her duties and the shared expectations between individual board members and the full board. We believe that a strong board member agreement can help create a board culture based on shared expectations and minimize the chances of confusion, disengagement, or disruption. When problems with participation or commitment arise, the governance committee chair or board chair can refer back to the agreement to remind board members of the pledge they made when the agreement was signed.

The governance committee, in collaboration with the school leader, should create the board member agreement, which should then be reviewed, discussed, and approved by the full board. All board candidates should review the agreement as part of their interview process to confirm they understand the nature of the commitment. New board members should sign the agreement upon joining the board, existing board members should renew it annually, and the full board should make a habit of discussing the expectations in the agreement. A great time to do this is at the first meeting of each new school year: Review printed copies of the board member agreement during the Governance Committee's report, and sign it together.

This tool outlines the components of a charter school board member agreement and includes a few sample agreements from public charter schools and the National Association of Independent Schools.

Components

While your board member agreement should be specific to your board and reference the applicable legal requirements in your state, we recommend that your agreement cover the topics outlined below.

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Board Member Responsibilities

The board member agreement should explicitly list the overarching duties of a board member. This can be done by putting your board member job description in the agreement or creating a summary list (see Education Board Partners' (EBP's) Board Member Job Descriptions for more detail). We recommend using the EBP standards to frame these responsibilities:

- ▣ Standard #1 – Focus Relentlessly on Student Achievement
- ▣ Standard #2 – Ensure Exceptional School Leadership
- ▣ Standard #3 – Commit to Exemplary Governance
- ▣ Standard #4 – Act Strategically
- ▣ Standard #5 – Raise and Use Resources Wisely
- ▣ Standard #6 – Maintain Legal and Regulatory Compliance

Additionally, board members should agree to sign and abide by all board policies.

Belief in Mission & Familiarity with Key Guiding Documents

Every board member must know, believe in, and commit to the mission of the school. The introduction of the board member agreement should clearly state the mission. Running a charter school—as with running any nonprofit—is mission-driven work: board members should be the most knowledgeable and indefatigable advocates for the school's mission and its importance in providing a top-quality education to its students. The agreement should also outline the main goals of the charter. Every board member must agree to read the school charter and board's bylaws prior to beginning board service.

Expectations for Meeting & Event Attendance

The agreement must detail expectations for board member attendance at board meetings, committee meetings, and school events. The board member agreement should align with the bylaws and allow board members the opportunity to demonstrate an understanding of the

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bylaws and agreement to abide by them.¹ Make sure to articulate expectations for each of the categories detailed below.

Meeting Attendance & Absences

It should be clear that board members are expected, absent a compelling reason, to attend all meetings of the full board, all meetings of their assigned committee, and board retreats. Set a policy for virtual meeting participation (e.g., conference call, Skype, videoconference, etc.) in the bylaws, and then state the expectations in the agreement. Board members should commit to reading all board materials sent in preparation for the meeting, assuming they are sent with enough advance notice.²

Members should be required to notify the board in advance in the event of an unavoidable absence: *“If you are unable to attend a board meeting, you must notify the board chair by email/text/phone at least 24 hours before the meeting begins.”* Outline how many absences are considered reasonable, and articulate consequences of a failure to meet this expectation: *“After two consecutive missed meetings, the board member will meet with the board chair and/or governance chair to discuss. After three missed meetings in one year, the governance committee will discuss whether the board member is still a good fit for the board.”*

Event Attendance

Many boards request that board members visit the school and attend a school event at least once each year. Make these expectations clear in the agreement, and—if possible—provide a school calendar with the agreement. Board members should be encouraged to spend some time in the school to deepen their understanding of the charter school’s model, students, faculty, and results.

Familiarity makes board members more credible and effective advocates for the schools. Each board should set its own expectation for how much time board members should spend in the

¹ Note that the board’s bylaws should have a clear policy about expectations for attending meetings including whether attending by phone is acceptable.

² We recommend sending board packets at least four business days in advance of the meeting.

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school and provide board members with a calendar of events, daily schedule, and ideas for opportunities to interact with students and teachers (e.g., morning carpool).

Board Member Behavioral Norms

The governance committee should describe expectations regarding board member behavior in the agreement. Norms may include:

- ▣ Treating fellow board members, school staff, and school families with respect
- ▣ Displaying humility, avoiding arrogance, and remaining open-minded to the viewpoints of others
- ▣ Acting with integrity at all times
- ▣ Acting in accordance with a genuine belief that all children can learn at high levels and that it is the school's responsibility to educate all students equitably
- ▣ Responding to board-related communications within a specified and reasonable time frame
- ▣ Limiting the use of emails addressed to the entire board and "reply-all" responses to only important matters, showing respect for other people's time

Board Member Training & Education

The agreement should detail training opportunities for board members and indicate that it is expected that board members will participate in trainings, read relevant background material, connect with board members at other schools, and attend education-related events to become knowledgeable about charter schools, effective charter school board governance, and academic performance metrics.

Financial Commitment

Be upfront about the expectations for personal philanthropic giving by board members. Some schools have a "give/get" policy and require board members to either personally donate or raise a certain amount of money. Other schools ask that board members give an amount each

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year that is personally meaningful. We believe that every charter school board should ask that 100 percent of board members contribute financially and include this expectation in the board member agreement. Part of board service for almost all nonprofits includes a philanthropic commitment, and charter school board service is not an exception.

Please see below for four sample board member agreements, used with permission.



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Dear Trustee:

The mission of Capital City Public Charter School (CCPCS) is to enable a diverse group of students to meet high expectations, develop creativity, critical thinking, and problem-solving skills; achieve a deep understanding of complex subjects; and acquire a love of learning, along with a strong sense of community and character. We will graduate young adults who are self-directed, intellectually engaged, and committed to personal and civic responsibility. As a member of the CCPCS Board of Trustees, you are in a position to make a significant contribution to the school and its students. The vitality of CCPCS depends on your commitment as well as imaginative and strategic leadership. You and the other members of the Board hold the charter for our school and therefore are entrusted to act in ways that lead to the long-term sustainability of the organization and exceptional results for our students.

The CCPCS Board of Trustees asks all board members to affirm their personal commitment to the following responsibilities:

1. Commit to and use the highest ethical standard to support the school mission on behalf of the students, parents, teachers, and other key stakeholders of CCPCS.
2. Support the Head of School in developing an annual set of goals and a plan to achieve those goals consistent with and in support of the mission (the annual "School Plan").
3. Develop board goals to support the School Plan and promote effective long-term planning that supports the school's mission and achievement of the board's stated goals.
4. Support and hold the Head of School accountable by providing ongoing feedback and written annual performance reviews in a transparent process, consistent with the School Plan.
5. Hold yourself and the entire CCPCS Board of Trustees responsible for governing effectively.

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6. Read and comply with the board bylaws, conflict of interest policy, and other board policies.
7. Conduct strong financial and program oversight so that CCPCS has the resources and yields the results that will allow CCPCS to achieve its mission.
8. Attend CCPCS Board of Trustee meetings held every six weeks and an annual retreat. Your presence is valued, and your active participation is a critical component of board deliberations. Board members are asked to make every effort to attend board meetings in person. However, if attending by conference call is necessary, it can be arranged.
9. If you are unable to attend a board meeting, please inform the board chair and Head of School 24 hours before the meeting; after two unexcused absences, it will be assumed you no longer wish to serve.
10. Serve on a minimum of one standing committee or task force where most of the work of the board takes place. Committees meet at least once between every board meeting. We estimate that individual board members spend between eight to ten hours per month on their CCPCS service.
11. Read and become familiar with the material sent to you in advance of board and committee meetings.
12. Contribute financially to Capital City Public Charter School in the amount that is personally significant to you. We expect 100% of board members to contribute to the fundraising efforts of the school. Your support demonstrates to potential contributors that Trustees are invested as donors. Trustees serve as key resources for connection to other individuals, foundations, and corporations where they have influence.
13. Spend the equivalent of one-half day per year attending school-based activities or classes. If you are a CCPCS parent, this time must be spent in a class other than your child's. By experiencing the educational process firsthand, trustees are better-informed advocates for the school as a whole.
14. Ensure the legal and ethical integrity of CCPCS in compliance with the requirements of the law, professional ethics, and school norms.
15. Enhance CCPCS's public standing by clearly articulating our mission, accomplishments, and goals to the public.

Just as you have responsibilities to CCPCS, you also have the right to expect that the school will fulfill its responsibilities to you as a member of its Board of Trustees:

1. Maintain a high standard of ethics, integrity, and professionalism in dispensing our duties as a board and as a school leadership team.

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2. We commit to using your time in a judicious and respectful manner.
3. You will be thoroughly oriented to the board and the school. CCPCS will also provide ongoing training and education to ensure you have the knowledge and tools you need to be a highly effective trustee.
4. You will get important information—including meeting agendas, minutes, financial reports, committee updates, and reports requiring action—in a timely manner before each meeting. We will also keep you informed about any critical events or concerns that may arise between meetings. The format of our reports will facilitate your participation in the board's work.
5. CCPCS provides directors and officers with liability insurance.
6. You have our commitment to work in good faith with each board member towards achievement of the board's goals.
7. If CCPCS does not satisfy these responsibilities, please contact the board chair and Head of School to discuss.

The quality of Capital City Public Charter School depends upon a committed, knowledgeable, and involved Board of Trustees. I look forward to serving with you and accomplishing results that will make a difference in the lives of our students.

If you concur with these responsibilities, I would appreciate your signature of commitment. Please return one copy to me in the enclosed envelope.

Sincerely,

Chair of Board

Signature of trustee

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Printed name of trustee

Date

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Ingenuity Prep Public Charter School Board Member Job Description

1. **Support the mission and vision of Ingenuity Prep Public Charter School.** Share our belief that it is possible for all students to achieve at high levels and build civic leadership skills. Embody our core values.
2. **Monitor our impact.** Regularly review the mission and performance of the school to monitor the school's progress in achieving both short- and long-term goals.
3. **Hold the Head of School accountable.** Maintain a job description for the Head of School. Recruit, hire, develop, evaluate, and terminate—if necessary—the Head of School. The board will provide regular feedback to the Head of School and an annual written performance review.
4. **Ensure legal and ethical integrity.** Establish policies and procedures that maintain compliance with federal, state, and local laws as well as our core values.
5. **Build an effective board.** Recruit board members based on identified needs and alignment with Ingenuity Prep's mission and vision. Onboard new members effectively and assess board performance annually.
6. **Conduct strict financial oversight.** Assume responsibility for the fiscal health of Ingenuity Prep. Develop an annual budget and put proper financial controls in place. Understand the Ingenuity Prep budget, and take an active part in reviewing, approving, and monitoring it. Conduct an annual audit of the school's financial records through the business and operations committee.
7. **Ensure financial sustainability.** Ensure Ingenuity Prep has adequate resources to deliver its program and achieve its mission. Contribute financially to Ingenuity Prep at a level that is personally meaningful, and facilitate connections to other donors.
8. **Set long-range priorities.** Engage in regular strategic planning and goal setting for Ingenuity Prep. Set financial, operational, and academic priorities for the school.
9. **Communicate with key stakeholders.** Represent Ingenuity Prep publicly to key stakeholders—including parents, the DC Public Charter School Board, civic leaders, and neighbors.

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Board Member Expectations	Expectations of Ingenuity Prep
<p>I will develop and maintain an understanding of Ingenuity Prep’s mission, vision and impact. I will steadfastly work to advance this mission and see our vision realized.</p> <p>I can effectively communicate the mission and vision of the school and its performance. I will seek to enhance Ingenuity Prep’s reputation in the community.</p>	<p>Ingenuity Prep will provide me with a thorough onboarding process and targeted professional development, ensuring I am knowledgeable about Ingenuity Prep and the context in which it operates. I need to make informed decisions.</p>
<p>I understand and will uphold all responsibilities outlined in the Ingenuity Prep board member job description.</p>	
<p>I will act in accordance with the bylaws and financial policies and procedures, and I will adhere to the Articles of Incorporation. I understand that I am morally responsible, as a member of the board, for the health and well being of this organization.</p>	
<p>I will attend all board meetings. If unable, I will notify the board chair. I understand that my presence is valued and my active participation is a critical component of board deliberations. Therefore, after two absences, it is assumed that I no longer wish to serve on the board.</p> <p>I will be physically present at all meetings whenever possible. If for some reason I am not physically present at a meeting, I will situate myself in a place where I can review</p>	<p>A board meeting–calendar will be provided at the start of each year.</p> <p>Time is one of the most valued resources Ingenuity Prep board members bring to this work, and Ingenuity Prep commits to leverage my time in ways that yield a high return on my investment.</p>

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<p>documents and participate via webex in the meeting.</p> <p>I will be on time for board meetings.</p>	
<p>I will participate actively on at least one Board committee. Committees will meet at least six times per year, with the frequency driven by the work that must be done to meet committee goals.</p> <p>I will be physically present at meetings whenever possible. If for some reason I am not physically present at a meeting, I will situate myself in a place where I can review documents and participate via webex in the meeting.</p> <p>I will be on time for committee meetings.</p>	
<p>I will prepare thoroughly for all board and committee meetings and come to meetings ready to engage actively.</p> <p>I will proactively take on required tasks to advance the work of the board and my committee. I will follow through on all tasks I agree to take on. I will communicate with my committee and the board about the progress I have made with each assigned task/project.</p>	<p>Meeting materials for full board meetings will be provided at least three business days in advance. Committee meeting agendas and materials will be provided by the committee chair at least two business days in advance.</p>
<p>I will communicate in a timely way with fellow board members, Ingenuity Prep staff members, and other stakeholders. All emails will be responded to within 48 hours.</p>	<p>Fellow board members and staff members will work to aggregate communications and not unduly burden</p>

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	board members with emails, calls and other communications.
I will pursue professional development activities to strengthen my ability to contribute as an effective board member.	Ingenuity Prep will strategically invest in good governance and will publicize opportunities for board member professional development.
I will contribute annually to Ingenuity Prep at a level that is personally meaningful. I will use my contacts to help Ingenuity Prep accomplish its fundraising goals.	
I hold myself and my colleagues on the board accountable for the work and to the highest level of ethical standing, and act in accordance with Ingenuity Prep's core values. I will avoid or disclose any and all conflicts of interest.	Ingenuity Prep will provide directors- and-officers liability insurance.
I will visit Ingenuity Prep at least twice per year to observe instruction and participate in community events.	There will be an open door policy, and I am always welcome to visit. Events will be publicized to the board with reasonable notice to attend.
If I am not able to meet my obligations as a board member, I will offer my resignation.	

My signature below constitutes my understanding of and agreement to the expectations and requirements for the Ingenuity Prep Public Charter School Board of Directors, as outlined above.

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Signature

Printed Name and Date

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Green Dot Public Schools Washington State (GDPSWS) – Board Member Agreement

GDPSWS's Boards of Directors believe in the mission that ALL students can graduate prepared for college, leadership, and life. They are responsible for ensuring that the academic program of GDPSWS is successful, that the schools' programs and operations are faithful to the terms of their charters, and that the network of schools is a viable organization.

A Board Member is:

- An advocate for and supporter of GDPSWS
- A volunteer committed to having a hand in education reform
- An advisor to the Executive Director and the management team

GDPSWS Board members will be able to:

- Influence the trajectory of Washington's most underserved students
- Advise the finest leaders and principals in public education
- Provide direction, oversight, and support to a charter management organization tackling the country's most challenging school transformations and independent school start-ups

A GDPSWS Board Member is committed to:

1. Believing in and being an active advocate and ambassador for the mission and vision of GDPSWS
2. Working with fellow board members to fulfill the obligations of board membership per GDPSWS's bylaws
3. Contributing to the effective operations of the Board of Directors.
4. Regularly attending and preparing for board and committee meetings.
5. Being prepared to contribute approximately 5-7 hours per month toward board service (bi-monthly board meetings, committee participation, preparing for meetings, attending events at schools, fundraising and other ambassador tasks as needed)
6. Keeping informed about the organization and its issues by reviewing materials, participating in discussions, and asking strategic questions.
7. Using personal and professional contacts and expertise for the benefit of Green Dot Public Schools.

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8. Giving an annual financial contribution and support capital campaigns at a level that is personally meaningful.
9. Informing the Board of any potential conflicts of interest, whether real or perceived, and abide by the decision of the board related to the situation.

Mission: The mission of Green Dot Public Schools is to help transform public education so ALL students graduate prepared for college, leadership, and life.

Vision (Currently Being Refined): By 2025, Green Dot alumni will achieve four-year college matriculation and graduation rates comparable to their more affluent peers.

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Dear Trustee,

As a member of the board of trustees, you are in a position to make a significant contribution to School X and its students. The vitality of the school depends on your commitment and imaginative and caring leadership. In fact, the future well-being of the school is in your hands. You and the other members of the board are trust holders of all that is important to the life of the school and, as such, need to be clear about your responsibilities. I am asking each trustee to review the following areas of personal commitment:

- Attend board of trustee meetings held X times a year. Your presence is valued and your active participation is a critical component of board deliberations. Therefore, according to the bylaws, after three unexcused absences, it is assumed that you do not want to serve.
- Serve on a minimum of one committee or task force. The work of the board is most often accomplished through its committees, and your expertise will help move the board's agenda forward.
- To be an effective trustee, you must read and be familiar with the material sent to you in advance of board and committee meetings.
- Contribute direct financial support to the school. We expect 100% of the board to contribute to the annual fund and also to any capital or endowment campaigns. Your support tells other potential contributors that our board of trustees is tangibly committed as donors. Trustees serve as key resources for access to other individuals, foundations, and corporations where they have influence.
- Spend a half-day attending classes in a class or division other than your child's. Visits should be arranged through the head's office. By experiencing the educational process firsthand, trustees become better informed advocates for the school as a whole.

Just as you have responsibilities to the school, you also have the right to expect that the school will fulfill its responsibilities to you as a member of its board of trustees:

- You can anticipate a judicious and respectful use of your time. The asset of time is one of the most vital resources busy people such as you have. We are committed to using your time in a manner that will return value to your personal contribution. If we fail in our attempt, please let me know.

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- We will get important information—including meeting agendas, minutes, financial reports, committee updates, and reports requiring action—to you in a timely manner before each meeting. We will also keep you informed about any critical events or concerns that may arise between meetings. Please let me know if the format of our reports does not facilitate your participation in the board’s work. Are they too long, too short, or confusing? Can you ask the important questions that need to be asked from the information provided?
- We will provide you with a thorough orientation to the board and the school and ongoing training and education to help you be the most effective trustee you can be.
- We provide directors-and-officers liability insurance. If you were to be accused of wrongful acts committed while performing your trustee duties, you are indemnified against reasonable costs of defense proceedings, damages, judgments, and settlement costs up to \$XXX per occurrence. Wrongful acts covered include making errors in statements or mistaking information, making misleading statements or admissions, performing misleading acts, and neglecting or breaching duties whether proven or accused. It does not cover willful negligence or criminal activity.
- Please feel free to contact me at _____. I do look forward to hearing from you, whether it is with questions or concerns on school and board issues or even with praise of school and board accomplishments.

The quality of School X depends upon a committed, knowledgeable, and involved board of trustees. I look forward to serving with you and accomplishing results that will make a difference in the lives of our very special students.

If you concur with these responsibilities, I would appreciate your signature of commitment. Please return one copy to me in the enclosed envelope.

Sincerely,

Jane Doe
Chair of Board

Signature of trustee

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Printed name of trustee

Date

NOTE: This letter is meant only as an example to be adapted for your school. Its best to have each section reviewed to make sure that it is accurate for your situation. Item No. 4 concerning directors-and-officers liability insurance, for example, needs to be checked against your school's insurance policy.