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Governance and Management

Overview

One of the hardest things to navigate as a charter school board member is the balance between governance and management. What does the board do? What does the school leader do?

Charter Board Partners (CBP)'s suite of tools on Governance and Management can help jumpstart a conversation between your board members and school leader about this balance. Use the framework below to dive into roles and decision-making rights, or check out the case studies, quiz, and framework to begin an honest discussion about how well your board and school leader are walking the line between governance and management at your school.

A Framework for Governance and Management

This framework for charter school governance highlights the different roles boards and school leaders play specifically in relation to CBP's Standards for Effective Charter School Governance. Use this chart to engage in a conversation between the board and school leadership to help navigate common questions such as:

> **If management is about running the business, governance is about seeing that it is run properly.**
>
> **-Robert Tricker, Corporate Governance, 1984**

- What are the appropriate parameters for boards and school leaders vis-a-vis decision making as they partner to lead an effective charter school?
- How can board members avoid micromanaging or overstepping their role?
- In which areas are these lines are less clear and how should boards and school leaders address them?

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Standards for Effective Boards	Governance/Board	Management/School Leader
	Determines long-term vision for the school and provides oversight to achieve results	Determines implementation plan for how to achieve that vision by designing and implementing strategy and directing school to achieve results
1. Focus relentlessly on student achievement	Assumes responsibility for the school's student achievement results and overall success • Approves long-term and annual academic goals • Monitors progress toward goals throughout year	Produces student achievement results • Suggests long-term and annual academic goals • Determines school program that will result in hitting those goals
2. Ensure Exceptional Leadership	Hires the school leader and determines whether he/she is achieving sufficient results • Evaluates school leader Determines support and professional development appropriate for school leader	Hires staff and determines whether they are achieving sufficient results • Evaluates staff Determines support and professional development for school staff
3. Commit to Exemplary Governance	Recruits, interviews, and votes to add new board members Determines whether the board is effective by executing and reporting results of annual board self-evaluation Facilitates regularly scheduled, strategic meetings that are well-run and well-attended	Supports recruitment process, interviews candidates, and provides feedback Provides input into effectiveness of the board Actively participates in board meetings, helps create agenda
4. Act Strategically	Approves strategic plan, provides content input Sets and approves short- and long-term goals for school, school leader, and the board	Drives the strategic planning process, provides significant content input Drafts school and school leader goals for board's input, review, and approval
5. Raise and Use Resources Wisely	Approves budget tied to strategic plan and annual goals Raises money, gives personally	Drafts budget aligned with strategic plan and annual goals Raises money
6. Maintain Legal and Regulatory Compliance	Confirms that the school is proactively adhering to legal requirements Approves all school policies Approves all major amendments to the school's charter and bylaws	Determines and executes plan to guarantee school is in legal compliance Drafts and operates faithfully according to school policies Keeps the board informed of operational issues that might result in a charter/bylaw amendment or threaten compliance/charter

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The Difference Between Governance and Management

The board plays a significant role in the success of a school. Because the authorizer gives the charter of the school to the board, the board is ultimately accountable for student results and school success. Yet the board doesn't pick curriculum, hire teachers, or determine the strategies for driving high student achievement. Where does the board's role end and the school leader's role begin?

One way to think about the two functions is that governance determines and oversees the "What?" *What* kind of school will best educate students? *What* should the school look like in the future? *What* is the school's definition of success and are we on track to get there? Conversely, management determines the "How?" *How* will the school reach those goals and aspirations?

Governance is principally the function of the board, while management is primarily the responsibility of the school staff. Boards and school management are regularly confronted with strategic and operational choices, and as a general rule, boards have final decision-making authority regarding high-level policy issues, while school management is empowered to make operational decisions.

The Gray Areas

When building, growing, and sustaining a highly successful school, there may be times when the delineation of roles becomes opaque. Many decisions lie close to the intersection between the board's domain and the school leader's domain of responsibility, which often causes confusion for both as to their respective roles.

Note that the framework above does not include every decision that needs to be made in relation to the school. The school leader makes thousands of decisions each week that ensure the school's program is netting strong results. Charter school board members also make decisions not represented on this chart. Some decisions fall easily on one leadership side or the other—board or school leader.

But there are many other decisions that fall in what we call the "gray area" of governance and management. These are decisions that are unanticipated or require such close

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collaboration that it becomes unclear about who is the ultimate decision maker.

When this happens on your board—and it will—have a conversation with your school leader to clarify responsibility to facilitate progress. There are no decisions where the board and the school leader are ultimately "dual deciders". There will most likely be huge amounts of input, discussion, and collaboration before either leader can make the ultimate decision, but it is important for boards and school leaders to be clear and comfortable about decision rights. No key decision should be left in that gray area. When boards and school leaders can have a conversation about which decisions are the board's (governance) and which are the school leader's (management), it will clarify each entity's role and also draw a clearer line of accountability for that decision.

Where there is confusion, it is vital to communicate. It is okay for board chairs to ask the school leader to clarify roles around certain decisions or actions that need to be taken. Simply say "this situation falls into a gray area for me. Who needs to make the ultimate decision here and what role should each of us take in providing input into that decision?"

Regardless of where the primary decision-making or action ultimately rests, it is typical for all parties to provide input into major decisions. Effective communication is paramount.

The Line Can Shift

Soon after the charter is granted, a charter school board often functions as a "startup board," rolling up its sleeves and members are more heavily involved in operational decision making to compensate for the fact that there is no staff in place yet. As a school matures and hires more staff, the board's role shifts exclusively toward governance.

Similarly, leadership transitions may demand a temporary shift in the line between governance and management.

If circumstances require that the board overstep the typical line between governance and management, it is essential that the full board and leader discuss and be clear about why the exception is acceptable. The three parts of this are first acknowledging the exception, explaining the reason, and then addressing the end-point of this exception.

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A Note About CMOs

When the charter is held by a Charter Management Organization (CMO) the balance between the board and the school leader might look different depending on the management agreement the board signs with the CMO. One of the advantages to hiring a CMO is that they make a lot of the leadership decisions, handle many aspects of the budgeting process, facilities and some back office functions. But boards need to have a conversation with the CMO to really understand who makes what decisions and drives action. The board also needs to assess and evaluate the CMO.

There are many examples of board members who serve on charter school boards who contract with a CMO but are unclear about what decisions they should make and which they should delegate to the CMO.

The roles of decision-making and leadership should be clearly articulated in the management contract and reviewed annually with the board.

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The Bottom Line

Successful schools have a clear, shared understanding of the line between governance and management. This can only be achieved through transparent and candid conversations between the board and the school leader to work through gray areas together, using the school's mission and goals as a guide.

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