Charges for Board Committees

For an independent school Board of Trustees to operate efficiently and well, there should be in place an effective system of board committees. ISACS recommends that committees be populated by a majority of board members but also include those from outside the board who can bring expertise and knowledge to the task at hand. (The exceptions are the Directorship/Nominating and Executive Committees that should be exclusively made up of board members and the head of school, ex officio). Typically, the head is an ex officio member of each committee, other top administrators are ex officio members of appropriate committees, and faculty, parent, and community members are added to the committee rosters as appropriate. (Often, service on a board committee is a proving ground for consideration for board appointment down the road.)

In a well-run system, board committees meet every other month (5-6 times per year) or as needed, and the full-board meets in the alternative months, 5-6 times per year. The research for the committee work is typically done by paid school staff and committee volunteers, whereas the policy considerations, debates, and recommendations are the business of the committee meetings themselves. In most cases, the full board recognizes and honors that the committees have done their homework, and consequently the board routinely accepts the recommendations of its committees. ISACS suggests that the board make time for substantial conversation and discussion for those issues that the board and its committees identify as problematic or difficult or for those issues where competing priorities demand full-board consideration. Thus, significant time at each Board meeting (1-2 hours) should be reserved for discussion of those one or two items identified in advance, whereas routine committee reports should occupy far less time.

ISACS also recommends the following committees to be established as standing committees of the board, each with a "job description" or "charge":

Charge to the Admissions and Marketing Committee:

The purpose of the Admissions and Marketing Committee (including the head, admissions director, director of development, director of parent relations/public relations/marketing, and parent recruitment committee reps, all ex officio) is to...

- Review admissions policies and standards, financial aid policies, marketing literature, master calendar for school promotion, and strategies for recruitment of students to the school and the ongoing cultivation of their families.
- Encourage and oversee communications programs, literature, outreach (in the absence of a separate board committee on Communications or Community Relations which functions to communicate, especially with the Parents Association, and serves as the proper forum and channel for parental input and dialog with the board).
Charge to the Buildings and Grounds Committee:

The purpose of the Buildings and Grounds Committee (including the head and business manager, both ex officio) is to...

- Review plant and grounds operations, maintenance schedules, general budget, and preventive maintenance programs.
- Review and recommend all major capital items not included in annual operating budget, replacements and renewals budget and timetables, the scheduling for systematic replacement of all capitalized and depreciable property, and the expenditure of any funds from the building reserve and equipment replacement funds.
- Develop a master plan for the campus, advising the board on the selection of architects, on-site managers, and general contractors when in the building mode.

Charge to the Development Committee:

The purpose of the Development Committee (including the head and director of development, both ex officio) is to...

- Set the annual goals for school fund-raising, orchestrate the trustees' leadership and participation in the fund-raising program, and oversee all fund-raising activities by the school (including coordinating fund-raising by the Parents Association).
- Develop, coordinate, monitor, and establish leadership for the periodic capital campaigns of the school.
- Plan and coordinate the ongoing planned giving programs of the school.
- Assure appropriate parent, past parent and alumni communications and programs to facilitate continuing cultivation of the friends and patrons of the school.
- Ensure that accurate and secure giving records are maintained by the development office of the school and that appropriate acknowledgment and recognition for gifts are offered.
Charge to the Directorship Committee (Nominating Committee, Committee on Trustees):

The purpose of the Directorship Committee (the board's most important committee, comprised exclusively of board members, and often led by the board's past chair and including the present board chair, vice-chair/heir apparent and head, ex officio) is to...

- Review the distribution and expertise needs of the board in anticipation of future vacancies and work to enhance the diversity of the board.
- Solicit nominations for anticipated vacancies, share with potential nominees expectations (financial and otherwise) of trustees, and maintain a file of potential board members.
- Prepare an annual slate of new officers and directors for approval and election by the board.
- Evaluate annually the effectiveness of the board, board chair, and individual trustees.
- Plan board retreats/board education activities to develop the board and clarify its functions.
- Assist in the orientation of new directors and officers, conveying to them expectations of the office they may be asked to fill and determining availability of candidates for service if elected.(N.B. the ISACS Primer for Trustees & "Trustees Contract" and the NAIS Principles of Good Practice for Trustees.)

Charge to the Education/Curriculum Committee:

The purpose of the Education Committee (in coordination with the faculty's academic policy committee and including, ex officio, the head and the academic dean and division heads) is to...

- Assess & monitor the performance of all school programs, the curricular (academics) and extracurricular (athletics, arts, community service, clubs).
- Serve as forum and sounding board for proposals from the head and staff regarding recommended major policy changes and proposed programs.
- Evaluate climate issues at the school (general morale, gender & diversity issues, moral climate, etc.) (NB. ISACS Survey of Constituents as an instrument to assess school climate.)
- Provide opportunities to board members for the school and its students and faculty to showcase strengths so that board members become better informed and thereby more effective spokespersons for the school.
**Charge to the Executive Committee:**

The purpose of the Executive Committee (comprised exclusively of board members, typically the officers of the board and committee chairs--sometimes one and the same--and the head, ex officio) is to...

- Operate in the place of the Board of Directors during those times when the board does not or cannot meet, reporting to the full board any actions taken.
- Assist the head of school as sounding board and counsel.
- Set the policy agenda, coordinating committee agendas and the agenda for the full board.
- Develop the means for evaluation of and goal-setting for the head of school.
- Function as confidant and counsel in the area of personnel issues (in the absence of a Personnel Committee: oversees general hiring policies, personnel policies, and professional development policies for faculty and staff; develops the school's compensation philosophy and plan; reviews with the head in advance for counsel and support any looming non-renewal or firing decisions).
- Operate as a planning entity in the area of long-range planning (in the absence of a Strategic Planning Committee): oversees a strategic planning processes; develops a strategic plan and implementation schedule; orchestrates an annual review and goal-setting process related to the strategic plan.
- Oversee the work of the board secretary in the compilation and approval of board and committee minutes, the maintaining of the by-laws, the advance notice of meetings, and the updating of the Board Policy Book.
- Review and recommend the head's compensation and benefit package to the board, as well as review the compensation recommendations by the head for the major administrators of the school.
- Plan social occasions and events to show support to the school's faculty & staff.
- Form Ad Hoc Committees on an as-needed basis (e.g., Technology Task Force, Centennial Celebration Committee, etc.)
Charge to the Finance Committee:

The purpose of the Finance Committee (comprised, among others, of the board treasurer and the school business manager and head, the latter two ex officio) is to...

- Review, analyze, and recommend the annual audit and the annual budget (typically twice each year, the next year's preliminary budget in the winter and the final budget in the fall) as well as the quarterly operating fund statements and balance sheets, advising the board of significant deviations from the approved budget and, where possible, consideration of requests from the staff for non-budgeted expenditures.
- Review of investment policies, practices, objectives, and performance (in the absence of an Investment Committee).
- Review budget requests, analyze projections and initial budget drafts prepared by the staff, approve the proposed budget (after committee refinement) prior to presentation to the full board, and recommend priorities for future expenditures for the annual budget and for the capital budget.
- Review periodically employee benefit plans, school insurance coverage, and office procedures as they relate to finances.
- Advise the staff on the frequency, format, and content of reports to the board and to the school community on the financial status of the school.
- Review government support programs, their applicability to the school, and the wisdom of participation by the school (remembering that those who eat at the public trough inevitably are sullied).
- Consider possibilities for full-utilization of campus (e.g., summer and extended day programs) as source for additional school revenues.

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