



## **Governance Handbook**

### **2023-2024 Board of Directors**

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# Building a Governance Team

*School Charter governance is the act of transforming the needs, wishes, and desires of the community into policies that direct the community's schools.*

In a school Charter, the Board and Executive Director/Chief Executive Officer work together as a governance team. For a governance team to work together effectively, members need to: Maintain a unity of purpose; agree on and govern within appropriate roles; create and sustain a positive governance culture and; create a supportive structure for effective governance.

## What do we stand for?

- Our shared purpose is to have the best learning environment for all students.
- We want to build trust and move the Charter forward.
- We want to be an effective team.
- We want to understand our individual jobs and collective responsibilities.
- We want to be a team with a common focused direction so we are not a distraction to the Charter or community but a catalyst for the focused efforts of employees, and the community can see evidence of this focused direction.
- We want to be partners with the staff in positive change.
- We want to oversee the putting together of a first-rate program, making sure we continue to improve – never resting on our laurels.
- We want to perpetuate a legacy of positive culture as people come and go.

# Creating and Sustaining a Positive

## Governance Team Culture

*Culture is the positive or negative atmosphere created by the way people in an organization treat each other. Teams have unwritten (implicit) or written (explicit) agreements about how they will behave with each other and others. These behavioral ground rules, often called norms, enable teams to build and maintain a positive culture or shift a negative one.*

### Governance Norms

*In addition to meeting the norms below in order to create a positive culture and atmosphere,*  
**WE AGREE TO:**

- Keep from taking disagreements personally (individuality is embraced, respected).
- To show respect (never dismiss/devalue others).
- Make a commitment to effective deliberation, each listening openly while everyone is allowed to express his or her point of view.
- Make a commitment to open communication, honesty, no surprises.
- Commit the time necessary to govern effectively. This means being there on time, being knowledgeable, participating, understanding the full scope of being a Board Member and being willing to take on all the responsibilities involved.
- Be collaborative (this is the way we operate)!
- Maintain confidentiality (builds trust).
- Look upon history as lessons learned; focus on the present and the future.

### **AND – ABOVE ALL –**

- Focus on students' best interest – on what's best for the students! This is what we do! And it is the touchstone that allows us to have our differences.

# Connecting Waters Charter Schools

## Oath of Office Board of Directors Policy

As a member of the Board, consistent with my fiduciary duties, I shall consistently strive to promote the best interests of Connecting Waters Charter Schools, a non-profit California Public School, as a whole, and, to, that end, shall adhere to the following ethical standards:

### **Student-Centered Focus**

I will be continuously guided by what is best for all students of the Schools.

### **Equity In Attitude**

I will be fair, just, and impartial in all my decisions and actions. I will accord others the respect I wish for myself.

I will encourage expressions of different opinions and listen with an open mind to others' ideas.

### **Trustworthiness in Position and Duties**

I will keep in mind that, alone, I am not the Board and as such I will not act on behalf of the Board or make representations on behalf of the Board unless specifically authorized to do so.

I will be accountable to the public by accurately representing the Board policies including but not limited to, programs and priorities, ie. state testing and assessments.

I will work to ensure prudent and accountable use of the Schools' resources.

I will make no personal promise or take private action that may compromise my performance or my responsibilities.

### **Honor in Conduct and Integrity of Character**

I will tell the truth.

I will share my views while working for consensus.

I will respect the majority decision as the decision of the Board.

I will base my decision on fact rather than presumption, personal opinion, or public favor.

I will refuse to surrender judgment to any individual or group at the expense of the Schools as a whole.

I will consistently uphold all applicable laws, rules, policies, and government procedures to the best of my ability and knowledge.

I will not disclose any information that is deemed confidential.

### **Commitment of Service**

I will focus my attention on fulfilling the Board's responsibilities of goal setting, policymaking, and evaluation.

I will diligently prepare for including but not limited to reading the board meeting packets and any other documents sent to me and attend Board meetings.

I will avoid personal involvement in activities the Board has delegated to the Executive Director.

I will seek continuing education that will enhance my ability to fulfill my duties effectively.

I will seize opportunities to engage the community, parents, students, and staff so I can properly represent CWCS' mission.

# Board Governance Protocols

## Leadership Responsibility and Roles of the Board

The only authority to direct actions rests with the quorum of the Board sitting at the Board table. A majority vote sets such direction. Individuals can request action by bringing up a new idea, explaining their interest in a particular course of action and working to get a Board majority to support moving in that direction. When a majority of the Board, sitting in a formal meeting, requests action, that request should be made in the context of the intended results, not the methods used to achieve those results.

As a Board, we recognize that no individual member of the Board, by virtue of holding office, shall exercise any administrative or investigatory responsibility with respect to the schools; nor as an individual, command the services of any employee. Board members are to channel their requests and/or concerns directly to the Chief Executive Officer (and, if **necessary**, through the Board Chairman).

When a complaint is made to the Board, the members are encouraged to listen carefully, remembering that only one side of the story is being presented. Directors will then direct the complainant to the staff most appropriate and able to help them resolve their concern, making sure the person understands the appropriate order of who to contact (Education Specialist/teacher, ES Advisor/Department Head, and then the Executive Director). If the concern is not addressed in a satisfactory manner, the complaint shall be placed in writing, using the Charter complaint form.

When interacting with the public, Board members will hold to the highest level of professional conduct, including emphasizing the positive aspects of the Charter.

## The Board's Role and Relationship with the Staff and Community

When individually visiting facilities or departments, as a professional courtesy, Board members are encouraged to notify the Chief Executive Officer that they will be visiting a school or department, and may provide input to the Chief Executive Officer on issues or concerns that may arise from such a visit.

Staff are directed to relay requests from Board members to the Chief Executive Officer to ensure that appropriate information is provided to all Board members.

This protocol does not imply a censoring of informal personal conversation.

## Board Meetings and the Agenda

Meetings of the Board are held in public, **but are not open-forum town hall meetings**. Meetings will be conducted in such a way as to allow the public to provide input in the time allotted to ensure that multiple voices of the community inform Board deliberations; however, when the Board deliberates, it will be a time for the Board of Directors to listen and learn from each other, taking public input into consideration without re-engaging the public.

Regular Board meetings will generally be held on the fourth Tuesday of each month. A sound check will take place between 2:30 - 3:00 p.m. for all board meeting participants. The Board meeting will begin with either a Closed or Study Session, if applicable, at 3:00 pm. Study Sessions shall be scheduled at the discretion of the Chief Executive Officer and/or the Board Chair. The meeting may be preceded by a light snack.

The design of the Board agenda will follow the historical structure/format utilized by the Board. The design of the agenda may only be altered with the approval of the Board.

The Chief Executive Officer, with the support of staff, will create each Board Agenda. In advance of the preparation of the Board Agenda, Board members may request items to be placed on the agenda. In advance of the Board Meeting, the Board Chairman and the Chief Executive Officer will discuss the contents of the agenda and the process that will be followed at the meeting.

Whenever Board members are appointed or elected to serve on the Board, the Chief Executive Officer, or Board Chairman shall administer the Oath of Office at a meeting of the Board. The Board Chair shall administer the Oath of Office for the Chief Executive Officer.

Board members will make every effort to submit, prior to the meeting, questions they intend to ask so that the Chief Executive Officer and Charter staff have the opportunity to prepare to answer Board members' questions at Board meetings.

When an individual Board member requests information, that information will be provided to all Board members. If unforeseen questions arrive during the meeting, Directors will acknowledge their question or comment as spontaneous and that they understand that staff may not have the information on hand to answer the question.



## Board Meetings and the Agenda (continued)

Individual Board members are expected to self-monitor compliance to the Brown Act, including limiting Closed Session to the agenda item(s). Board members need equal access to information, and to operate within the Brown Act. The use of email and text communication is subject to the Brown Act. The Chief Executive Officer shall forward questions and answers to all Board members. Board members, when responding, shall not “reply to all.”

Board members will read the information provided to them and commit to ongoing professional development and training.

Board members shall maintain the confidentiality of Closed Session and shall not release confidential information unless the release of said information is directed by the action of the Board. Further discussion should not occur outside of Closed Session.

If requested by a fellow governance team member, each member agrees, as a courtesy to the team, to explain the reason for their vote, either during deliberation or before casting the vote.

The governance team will strive for brevity in deliberations, keeping remarks brief and to the point so that all opinions can be expressed and meetings can be efficient. Addressing each agenda item, the Board shall, normally, adhere to the following process:

- ✓ Input from the Community
- ✓ Staff Presentation/addressing questions from the Board
- ✓ Board Discussion and Deliberation

The Board wishes to maintain a culture of professionalism, stay focused, and respect the need of Directors to be available to their families:

- ✓ Cell phones will be set for ‘silent’ or vibrate.
- ✓ Directors will be discreet in checking cell phones if necessary.

Governance Team members are reminded that policy and decisions reserved to the Board must be made as a Board. Once the decision has been made, it becomes the decision of “the Board.” Under the concept of majority rule, each member is compelled to support the successful implementation of a policy decision, program, or procedure even when he

or she does not agree with the decision.

If a member of the Governance Team cannot support the decision of the Board because it offends a moral/personal code, the member is expected, at a minimum, to refrain from undermining the decision or directive.

The Board believes that when no legal reason exists of a conflict of interest, its members have a duty to vote on issues before them.

When a member abstains, his/her abstention shall not be counted for purposes of the vote count on any motion.

### **The Board's Relationship with the Executive Director/Chief Executive Officer (continued)**

The Board will commit to work through and with the Chief Executive Officer on issues regarding the running of the Charter. The Chief Executive Officer will inform the Board as soon as possible of:

- ✓ serious safety concerns
- ✓ serious disciplinary action
- ✓ serious / unexpected personnel changes or disciplinary issues
- ✓ serious illness or death of a student, a staff member or members of the staff member's immediate family
- ✓ legal or liability concerns
- ✓ notable achievements

In all matters, the Board and Chief Executive Officer are expected to protect confidential information.

It is the Chief Executive Officer's responsibility to oversee the hiring and/or separation of staff and to organize the staff in the manner that best serves the needs of the Charters with the approval of the Board.

In advance of the assignment/reassignment of significant staff positions, the CEO shall consult with the Board.

The Board commits to complete an annual evaluation of the Chief Executive Officer. The Board will set aside at least one meeting after January 1, and before March 31, for the purpose of completing the annual evaluation of the Chief Executive Officer. In consultation with the Chief Executive Officer, the evaluation process and associated documents will be developed and approved by the Board, not later than the first Board meeting in April. The evaluation process and instrument is designed to bring about the collective view of the Board. Thus, the evaluation will reflect the majority view of the Board, as a whole.

The evaluation process and instrument is designed to bring about the collective view of the Board. Thus, the evaluation will reflect the majority view of the Board, as a whole. To better attain this majority view, the Board will work with a professional to facilitate the evaluation process and the composing of the Chief Executive Officers' evaluation.

The Board recognizes the success of the Chief Executive Officer is critical to the success of students and the Charter. With the approval of the Board, as such, the Board is committed to providing for the Chief Executive Officer a professional coach/advisor.

### **The Ongoing Implementation of Board Approved Protocols**

Within 90 days of the election/appointment of a new Board member or appointment of a new Chief Executive Officer, a Study Session of the whole Board will be held for the purpose of reviewing/updating the governance protocols of the Board. Upon the request of a majority of the Board members, a special study session will be called for the purpose of reviewing/updating of the governance protocols of the Board.

I \_\_\_\_\_ have read and commit to abide by the above protocols and governance norms as a committed member of the CWCS Board of Directors for 2023-2024

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Signature & Date

