

11. Governance Structure

- a. Describe the role of the board of trustees and outline its responsibilities. Describe how the board will ensure that it is compliant with the *Open Public Meetings Act* and the *School Ethics Act*. Include detail as to how the board will support the mission, goals and objectives of the charter school.**

The board of trustees plays a key role in setting forth the vision for the school and ensuring the school's mission is fulfilled. The role of the board, as the governing body of the school, is to provide strategy direction to realize the school's mission, ensure adequate financial resources and legal compliance, nurture strong school leaders, and protect its assets including its reputation and image. It is responsible for directing and defining the roles of school's administrative officers. The board of trustees serves as fiduciary to the school, which will provide oversight for policy and procedures, accountability, faithfulness to the terms of its charter, and long-term viability.

No board member will exercise any administrative responsibility with respect to the school or as an individual to command the services of any school employee. Board members will not be involved in the day-to-day operation of the school.

The board will act in compliance with the New Jersey Open Public Meeting Act, codified at N.J.S.A. 10:4-6 ~ 4-21 by ensuring, but not limited to the following:

- Adequate notice for all meetings.
 - Advertising each board meeting 30 days (or special meeting 48 hours) in advance in at least two widely circulated newspapers.
 - Posting all board meetings on the school calendar, which will be distributed to all families and staff without preference or prejudice.
 - Posting the meeting schedule at the school's website.
- Comprehensible minutes.
 - Minutes will be taken by the secretary of the board.
 - Minutes will be kept reasonably comprehensible showing the information required to be shown in the minutes by law.
 - Minutes will be made promptly available to the public.
- Open public forum.
 - Agenda for all board meetings will include an open public forum for the public to offer commentary on matters discussed to ensure input from all stakeholders.

The board will comply with The School Ethics Act, codified at N.J.S.A. 18A:12-21 ~ 12-34 by ensuring, but not limited to, the following:

- Each board member will sign a Code of Ethics (N.J.S.A. 18A:12-24.1).

- Each board member will file a form containing disclosure statements of employment, contracts or business with schools annually with the School Ethics Commission (N.J.S.A. 18A:12-25).
- Each board member will file a Financial Disclosure statement on or before April 30th each year with the School Ethics Commission and the county or counties required by the Commission. (N.J.S.A. 18A:12-26).
- Each board member will meet the training program requirements (N.J.S.A. 18A:12-33) by attending the New Jersey State Board training for board members during the first year of appointment and complete the second phase online during year two.

The board will have all power and authority, as designated in its charter, for the management of the business, property, and affairs of the school, to do such lawful acts as it deems proper and appropriate to promote the goals and objectives in the charter and mission. The board may, by general resolution, delegate to committees such powers as it may see fit for specified period of time.

In practices, the board will be responsible for governance and policy-making including hiring and evaluation of the Head of School, leaving all day-to-day operational matters to the school administration. The board shall have the authority to decide matters related to the operations of the school including budgeting, curriculum, and operating procedures, subject to the school's charter.

While the board will define the responsibilities of the Head of School for implementing school policy in the school operations and hold the Head of School accountable for his/her performance as the school's chief administrator, the board will hold ultimate responsibility for the pursuit of the school's mission, goals, and objectives.

Generally, the board will be responsible for, but not limited to, the following:

- *Determine Mission and Purpose.* The board will be responsible for crafting the school's mission and philosophy and ensuring that the school operates in accordance with its mission.
- *Plan.* The board will review the development of and approve annual strategic plans with concrete and measurable goals to ensure that the school's programs remain consistent with its mission and successful.
- *Select, Evaluate and Support the Head of School.* The board will be responsible for hiring and evaluation of the Head of School. The board will clarify their own functions as distinct from those of the Head of School, recognizing that it is the Head of School's exclusive responsibility to select and supervise the school staff. The board will establish clear objectives and expectations of the Head of School and provide feedback to the Head of School that will support him or her in the fulfillment of his or her duties.
- *Ensure Adequate Resources.* The board will set targets and goals for resources. While the Head of School will ultimately be the chief fundraiser and will be responsible for developing budgets, the board will have the ultimate responsibility for and be accountable for the financial stability and financial

future of the school. The board, through appropriate Committees, will establish targets with respect to fund-raising efforts and otherwise work to ensure the school is in a position to secure appropriate facilities in the short and long term.

- *Manage Resources Effectively.* The board will ensure that the school's resources are managed effectively through review and approval of the annual budget and monitoring of the financial reports of the Head of School, providing for an annual audit pursuant to the provisions of N.J.S.A. 18A:23-1 and establishment of appropriate financial controls, all in accordance with requirements of the state or regulation.
- *Enhance the School's Public Standing.* Trustees are ambassadors for the school. As such, they will promote the mission, enrollment, recruitment and engage in general public relations for the school. They will engage the business community, the government, and the local community.
- *Promote Fairness and Maintain Accountability for School Personnel.* The board will adopt guiding principles for all personnel policies and procedures to be developed by the Head of School. To ensure fairness, the board will be responsible for ensuring adequate grievance protocols and may delineate the Head of School's authority for hiring, promoting, and releasing staff in a manner that ensures consistency, but the board will not get involved with individual personnel matters (other than in accordance with an appropriate grievance channel), which are the responsibility of the Head of School.
- *Ensure a Safe and Respectful Environment in which to Work and to Learn.* The board will promote, through the development of policies to ensure compliance with all applicable laws, including in relation to health, safety, and civil rights, that the school is a safe and respectful environment for its employees, students, and visitors.
- *Recruit, Develop and Assess the Board.* The board will be responsible for assessing their own collective performance, for developing the collective and individual knowledge and awareness of responsibilities among the trustees, and for ensuring trustees adhere to their commitments to the school. The board of trustees will also be responsible for identifying gaps in the expertise of the board of trustees and recruiting and training new board members to ensure effectiveness of the board for years to come.

The board is expected to form a number of committees to assist the board as a whole in carrying out its responsibilities and provide guidance to the board and oversight to the Head of School. These committees will be structured as leanly as is practical.

Such committees would be chaired in each case by a Trustee but would in some cases include as members non-trustees, such as members of our advisory board and other members of our school community. Each committee will have the authority to act only consistent with the delegated authority to such committee, and committees including non-Trustee members will serve advisory functions in relation to policy. Each Trustee would be expected to serve on at least one committee.

The board of trustees will refine the board governance structure including forming such committees once the charter is approved. Here are two examples of the committees that the board is expected to form and their functions.

Finance Committee. The committee will review and advise the board in relation to the annual budget and other financing matters, including investment policy. It will annually recommend an independent auditor to be hired by the board to review the financial records of the school and conduct an audit pursuant to the provisions of N.J.S.A. 18A:23-1. It will also advise the adoption of appropriate financial controls and ensure that school finances are regularly audited by an independent auditor.

Board Development Committee. This Committee coordinates board nomination, recruitment, development, orientation, retention, and self-evaluation. It facilitates the annual assessment and nomination of officers, articulates the role of individual trustees and the board as a whole, and identifies training needs of new and incumbent trustees.

b. Describe the board of trustees and include the process for selecting/appointing both the initial and the subsequent boards:

- **total number of members, total number who will be voting members and the total number who will be ex-officio (non-voting) members;**

The board shall be composed of an odd number of 5-15 voting members and three (3) ex-officio non-voting members.

Within these limits for the voting members, the board shall fix the exact number by board resolution or by amendment of the bylaws.

All members will excuse themselves from votes where there is a conflict of interest.

The three (3) ex-officio non-voting members shall be: Head of School, School Business Administrator (SBA), who will serve as the Board Secretary as well as the Recording Secretary, and the President of the PIACS Family Association.

The members will include representatives from the community. In line with the school's international perspective, cultural as well as professional diversity on the board will be sought. This may include professionals in the field of law, accounting, public relations, marketing, education, real estate, medicine, or business. They will provide guidance and perspective in making decisions that are in the best interest of the school.

- **process for appointment or election to the board of trustees;**

For the inaugural board, the founders will convene a nomination committee that may include other community members. A list of candidates will be compiled and from that list the first board of trustees for PIACS will be chosen by a majority of founders. In subsequent years, the nominations from the nominating committee of the board will be voted on by current board members.

- **length of term as a member;**

Members will serve staggered terms of three years except that members of the initial board will serve a 1-, 2- or 3-year term.

All voting members may be reelected but may not serve more than three consecutive terms, regardless of term length. After one year without board membership, an individual shall again be eligible for election.

- **titles of officer positions;**

The officers shall be a Chair, Vice Chair, and Secretary. The SBA will be the Board Secretary and also fulfilling the role of recording secretary. The SBA will provide the Board Secretary financial reports. In serving as the recording secretary, the SBA will take minutes and handle correspondence.

- **process for appointment or election of board officers; and**

Board officers, other than Secretary, will be elected by the majority vote of the board of trustees from among its members.

- **length of term as officers.**

The initial position of Chair will be a 4-year term. This will provide consistency through the planning and leading up to charter renewal. In subsequent years, it will be a 2-year position to allow for vitality and avoid board burn-out.

The Vice Chair will serve a 2-year renewable term will ascend to the Chair position upon the termination of the Chair's term.

The Board Secretary will be a paid SBA consultant serving as an ex-officio, non-voting member of the board, who will not be subject to a term.

Other ex-officio, non-voting members of the board will not be subject to terms.

- c. Describe the role and responsibilities of each officer which should include president, vice president, recording secretary, board secretary (school business administrator), and treasurer.**

Each board officer will play a specific and distinct role as part of the board. The roles are designed to efficiently and effectively execute the responsibilities assigned to the board of trustees by the charter.

The Chair will preside at the meetings and invoke Roberts Rules of Order. Along with his/her fellow trustees, the Chair will be responsible for the oversight of the school's business and affairs. The Chair may enter into and execute in the name of PIACS or other instruments that are authorized by the board of trustees. The Chair may delegate, as needed, to any other

voting Trustee any or all of the duties as the Chair of the Board. He/she shall have such other powers and duties as may be prescribed by statute and code. The Chair will participate in the evaluation of the Head of School. The Chair has signatory authority with SBA.

The Vice Chair In the absence of the Chair, the Vice Chair shall perform all the duties of the Chair and, when so acting, shall have all the responsibilities of and be subject to all the restrictions as fall upon the Chair, including presiding at meetings of the board of trustees. He/she shall have powers and duties as may be prescribed by statute and code. The Vice Chair will assume the role of the Chair upon the termination of the Chair's term.

The Secretary, served by the SBA, shall have such other powers and duties as may be prescribed by the board of trustees or by the bylaws. The SBA shall be a paid consultant and will be an ex-officio, non-voting member on the board.

The Board Secretary, who is also fulfilling the role of Recording Secretary until the school's budget allows the board to have a separate Recording Secretary, shall

- Post and publicize all official board meetings according to the Open Public Meetings Act including schedule, agenda, and minutes.
- Prepare the Board Secretary's financial report.
- Prepare a budget for board Approval.
- Report budget transfers for board approval.
- Take minutes for board meetings and handle correspondence.

The SBA will oversee fiscal operations of the charter school through establishing controls and monitoring all charter school accounts including:

- Establish required documentation procedures for requisitions and the appropriate approval process.
- Establish and maintain accounting policy and procedures on petty cash, inventory, fix assets, purchase, disbursement, expenditures.
- Establish procedures for check disbursements.
- Establish working relationships with sending districts in accordance with charter school funding policies to assure adequate cash flow based on per-pupil costs.
- Approve of major requisitions and accountable for all public monies expended by the school.
- Meet monthly with the Finance Committee.
- Work closely with the Head of School and board of trustees to ensure transparency and understanding of all financial interactions.
- Attend all board meetings and serve a Board Secretary, records proceedings, and is custodian of the official minutes of the board of trustees.
- Submit all required reports to external agencies and funding sources.
- Prepare of state aid claims and state education forms; federal and regulatory reporting.

- Project revenues and expenditures in the preparation of the budget. Ensure that all aspects of the budget, finance, accounting and bidding are in compliance with federal and state code.
- Has check signatory authority with the board chair.
- Serve as chief accountant for the board.

d. Describe the role of parents, if any, on the board of trustees.

Parents will be represented on the board on an ex-officio, non-voting basis by the President of the PIACS Family Association, who will report monthly on the PIACA Family Association activities.

While there is not a designated voting seat on the board for a PIACS parent, the trustees will attempt to recruit parents who are a good fit for the board. A parent trustee will have full and equal vote as accorded to all trustees.

e. Provide the following information:

If members of the initial board of trustees have not been identified, include:

- **qualifications sought for board members; and**
- 1) They should agree with and be willing to champion the mission, goals, and values of the school.
 - 2) They will commit, but not be limited to, the following:
 - a. Suggest nominees for the board.
 - b. Serve on at least one committee and assume a leadership position or undertake special assignments willingly when asked.
 - c. Actively work to help bring in funding and other resources.
 - d. Advocate for PIACS with friends, colleagues, and the community to increase awareness of PIACS' mission and programs.
 - e. Speak on behalf of the board when asked to do so by the Chair.
 - f. Participate in regularly scheduled board meetings.
 - g. Participate in regularly scheduled committee meetings for assigned committees.
 - h. Participate in any scheduled board retreats.
 - i. Agree to submit annually statements and forms as required by regulation and code.
 - j. Diligently read, evaluate, and understand PIACS financial statements and otherwise help the board fulfill its fiduciary responsibility.
 - 3) They have outstanding experience and credentials to fulfill their specific roles and responsibilities on the board. The board should include the following roles and expertise:
 - educational experience
 - real estate development and facilities management

- fund-raising
 - community outreach / communications
 - finance / accounting
 - human resources
 - legal / compliance
- 4) They are able to work effectively, productively, and jointly with other members of the board.
- **date by which the board of trustees will be formed.**

The PIACS board of trustees will be formed within 30 days after receiving the approval for the charter application.

**If members of the initial board of trustees have been identified, include:
full name and complete address;**

all business/industry/education/community affiliation(s);

- **resume with qualifications;**
- **voting or ex-officio (non-voting) status; and**
- **qualifications sought for board members.**

f. Describe the orientation and training for the board of trustees (not including New Jersey School Boards Association), as well as the process for continual self-evaluation and professional development of the board of trustees.

- 1) Each newly elected or appointed board member shall complete during the first year of the member's first term a training program to be prepared and offered by the New Jersey School Boards Association, in consultation with the New Jersey Association of School Administrators, the New Jersey Principals and Supervisors Association, and the Department of Education, regarding the skills and knowledge necessary to serve as a local school board member. The training program shall include information regarding the school district monitoring system established pursuant to P.L.2005, c.235, the New Jersey Quality Single Accountability Continuum, and the five key components of school district effectiveness on which school districts are evaluated under the monitoring system: instruction and program; personnel; fiscal management; operations; and governance.
- 2) The board member shall complete a training program on school district governance in each of the subsequent two years of the board member's first term.

Within one year after each reelection or re-appointment to the board of education, the board member shall complete an advanced online training program to be prepared and offered by the New Jersey School Boards Association. This advanced training program shall include information on relevant changes to New Jersey school law and other information deemed appropriate to enable the board member to serve more effectively.

- 3) Board members will be invited to participate in specific training in 21st Century Skills and Global Competencies and the impact of these concepts on learning and teaching. This can be done during a board retreat or three separate sessions.

Incorporating the work of the The Partnership for 21st Century Skills (www.21stcenturyskills.org/), a national organization advocating for the integration critical thinking, problem solving and communication skills, board members will gain an understanding of how these skills can be infused into mathematics, reading, science and history. In addition, this training will explore the Global Competence Matrix

(www.asiasociety.org/filesGlobalCompetency_EdSteps_RequestforWorkSamples.pdf) developed by the Council of Chief State School Officers' EdSteps Project, in partnership with the Asia Society Partnership for Global Learning. The training will provide an overview of content with opportunities for all board members to investigate and gain a better understanding of key concepts and principles through participatory dialog and deliberation. Participants will then consider and implement specific strategies for incorporating 21st Century Skills and Global Competencies within the guiding principles of the school.

- g. Describe the selection process to establish the membership of an advisory grievance committee, consisting of only parents and teachers. Outline the complaint review procedures, as well as a plan to inform the school community of the advisory grievance committee and its procedures.**

Complaints by an individual or group alleging violations of the *Charter School Program Act of 1995*, the charter, written policies or irreconcilable differences may be brought before the charter school board of trustees for review. If after presenting the complaint to the Head of School, or those directly involved in the matter, the individual or group determines that the complaint has not adequately been addressed, they may present the complaint to the Advisory Grievance Committee.

The Advisory Grievance Committee will be composed of five members, two parents / guardians, and three teachers selected by the respective groups. They will investigate complaints and make nonbinding recommendations to the board of trustees concerning the disposition of the complaint. Upon completion of the investigation, the Advisory Grievance Committee will prepare and submit a written recommendation to the board of trustees. If the decision is not acceptable to the complaint, PIACS recognizes their right to appeal the decision to the Commissioner of Education.

The board of trustees will work to create a cooperative and respectful environment for all stakeholders. Toward that end all members of the school community are encouraged to work together to resolve conflicts between the parties where possible. In the event of a problem or dispute with other personnel, students, parents/guardians or the administration that cannot be resolved, the grievance procedure will be provided as means to resolve such disputes for the benefit of the entire PIACS community. Parties may submit a written complaint following the process.

The members of the Advisory Grievance Committee and the procedures governing the operation of this group will be made public to the school community by posting in the school's newsletter and on the school's website.

h. Specify the extent to which any nonprofit and/or for-profit private entity may be involved in the operation of the charter school and the percentage of representation of that entity on the board of trustees.

There will be no nonprofit and/or for-profit private entity involved in the operation of PIACS. No non-profit and/or for-profit private entity will have more than 50% representation on PIACS board of trustees.

Note: No more than 50 percent of the board of trustees may be associated with any one non-profit or for-profit entity. No vendor may be a voting member of the board of trustees.