

**THOMAS MACLAREN STATE
CHARTER SCHOOL**

***BOARD OF DIRECTORS
HANDBOOK AND AGREEMENT***

Vision Statement

We believe all students should be immersed in the best our tradition has to offer. We believe all students can be active and useful participants in the ongoing and enduring conversation that is a vibrant civilization. We believe all students can be formed in a habitual vision of greatness that makes lifelong learners of the doctor and the mechanic, the homemaker and the professor. Thomas MacLaren School strives to build a lasting community of learners in which each student is the agent of his or her education.

We believe that all young men and women deserve the same quality education, regardless of their ethnicity, gender, or socioeconomic background. All students, not only those wealthy enough to attend private schools or to earn places in specialized public schools, deserve to study the best that the Western tradition has to offer.

Mission Statement

From the seminar to the science lab, from the music room to the playing field, MacLaren School begins with the conviction that *all human beings can know truth, create beauty, and practice goodness*. To that end, we expect students to develop

- basic tools of learning,
- ordered basic knowledge,
- moral seriousness,
- breadth and depth of imagination,
- artistic ability and sensitivity, and
- a sense of wonder.

We believe all students can be active and useful participants in the ongoing and enduring conversation that is a vibrant civilization. Jacques Maritain, the French philosopher, described education as a human awakening. The goal of Thomas MacLaren School is to develop young men and women who are fully human and fully awake to the world.

Board Member Agreement

Service on the MacLaren School Board of Directors is the highest privilege the School bestows on its volunteers, and the commitment and performance of those asked to serve are essential to the continued vitality and strength of the School. Board members, in turn, have the satisfaction of knowing they have contributed to sustaining the School's growth, development and stability, and the stimulation of working among a group of committed individuals who seek to insure the continuing success of the School's mission. Therefore, every member of the MacLaren School Board shall be committed to the vision and mission of the School. All decisions by the Board and the Executive Director shall be made to further the principles of the vision and mission

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statements. In addition, members of the Board shall be fully committed to the charter school concept.

The purpose of the Board is to set the general direction and policy of the School, not to manage it on a daily basis. Rather, the Executive Director and other administrators manage the School by implementing the policies the Board has enacted.

Board members shall foster a positive relationship with MacLaren faculty and staff, parents, students, the Charter School Institute, and the community at large in Colorado Springs.

The Board selects and evaluates the Executive Director, oversees the finances of the School, recruits and orients high-quality candidates to serve on the Board, and ensures effective long-range planning. All Board decisions should be made within the parameters of the School's Articles of Incorporation, Bylaws, and previously enacted policies.

Qualifications

To be qualified to serve on the MacLaren Board, each Director must:

- Read *The Paideia Proposal: An Educational Manifesto*, by Mortimer J. Adler.
- Become familiar with the MacLaren educational program. This should be done by visits to the School to observe the program in action as well as reading a summary of the educational program and curriculum.
- Support the educational philosophy, discipline policy, and administrative structure of MacLaren School.
- Read the Articles of Incorporation and Bylaws.

Prior board experience is helpful but not required. Placing a high value on professionalism and the success of the School is mandatory. The motivation for serving on the Board must be a desire to serve the School's vision and mission in order to facilitate the educational success of its students.

All Directors are required to attend a yearly board retreat at which the prior year shall be reviewed and evaluated and the goals for the upcoming year shall be created. Further, a Board self-evaluation shall be conducted each year where the performance of the Board will be critiqued. Directors are expected to fully participate in the School's Board education and training program, designed to make the Board as informed and effective as possible.

At least once per year, Directors shall visit the School, either individually or as a group, in order to visit classrooms, talk with the faculty and staff, inspect the facility, and take in part of a school day.

Directors shall attend all Board meetings as well as all meetings for those committees on which they serve. Directors may be absent from such meetings only for a serious reason.

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Directors must keep in mind that they set the tone for the School and that public relations is one of their key roles. In all decisions, the Directors shall place the best interests of the School first.

Behavioral Expectations

Directors shall abide by the Open Meetings Law, Colo. Rev. Stat. § 24-6-401 *et seq.* The Open Meetings Law makes it illegal for three or more Directors to gather and discuss Board business, policy, actions, or resolutions, unless they have gathered at a Board meeting for which notice has been properly posted at least 24 hours prior to the meeting. “Meeting” with other Directors is defined as any communication in person, by telephone, by electronic mail, or through any other means. The Open Meetings Law also governs how executive sessions must be conducted. Board business should almost always be conducted in public, and thus executive sessions of the Board should be rare. It is appropriate, however, for the Board to meet in executive session occasionally, *e.g.*, to discuss personnel matters, individual students, or negotiations, and to receive advice from the School’s attorney.

It is expected that all Directors will conduct themselves in a professional fashion at all Board and School functions. Directors should consider issues on their merits and not be distracted by personal concerns or make *ad hominem* attacks on other Directors, administrators, parents, students, or anyone else. Good judgment and discernment should be the hallmarks for service of any Director. Board members will adhere to the highest standards of integrity in personal and professional life so as to reflect favorably on the school.

A Director shall respect and listen to ideas being presented by other Directors or anyone else speaking to the Board. It should be understood that a diversity of opinions, respectfully considered, will lead to sound judgment and the solutions necessary for the effective governance of the School. Directors shall encourage each other to fulfill their Board responsibilities to their fullest potential.

Thomas MacLaren School has a Grievance Policy. It shall guide the resolution of grievances within the school community. Thus, should a parent or employee come to a Director to complain about someone else within the school community, the Director should remind the person of the School’s Grievance Policy and that all Board matters should be heard by the entire Board at a properly-called Board meeting. The Grievance Policy recommends that the persons actually involved in the grievance will meet together in the first instance to try to informally resolve the problem with each other prior to enlisting the assistance of anyone else in the School.

Directors shall commit to resolving conflict with each other directly. Almost always, Directors should not share the conflict with anyone else, except as necessary to follow the Grievance Policy. Inherent in serving as a Director is the prospect of disagreeing with others about important matters. Directors are expected to be able to conduct themselves professionally and appropriately through all such disagreements.

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Directors shall exemplify integrity, honesty, and respect. Dedication and commitment to the vision and mission of MacLaren School and the charter school movement shall be a top priority for Directors. Directors shall be expected to identify conflicts of interest and determine how to resolve them, employing the School's Conflict of Interest Policy as appropriate.

Directors are expected to attend all Board meetings unless excused. A Director missing more than two consecutive Board meetings without prior approval from the Chair shall be grounds for dismissal from the Board. Unexcused absences from one-third of the Board meetings in any one year shall also be grounds for removal of a Director.

All Board meetings shall be conducted through appropriate parliamentary procedure.

Governance of Thomas MacLaren School

Thomas MacLaren School shall be governed by its Board. The Bylaws require that the Board will be composed of not less than seven nor more than fifteen Directors. New Directors shall be appointed by the current Board in accordance with the procedures detailed in the Bylaws. The exact number of Directors on the Board at any time shall be determined by a resolution of the Board. The Board shall appoint the Executive Director, who shall serve as an advisory, non-voting member of the Board. The Board shall set the policies for MacLaren, while the Executive Director and the rest of the administration manage the School on a day-to-day basis by implementing those policies. Annually, the Board shall evaluate the performance of the Executive Director. The Executive Director, in turn, has the authority to hire and fire all members of the faculty and staff, and evaluate and discipline them as necessary. The Board shall not become involved in personnel matters except as prescribed by School policy, *e.g.*, the Grievance Policy. The Executive Director reports directly to the Board and serves at the pleasure of the Board.

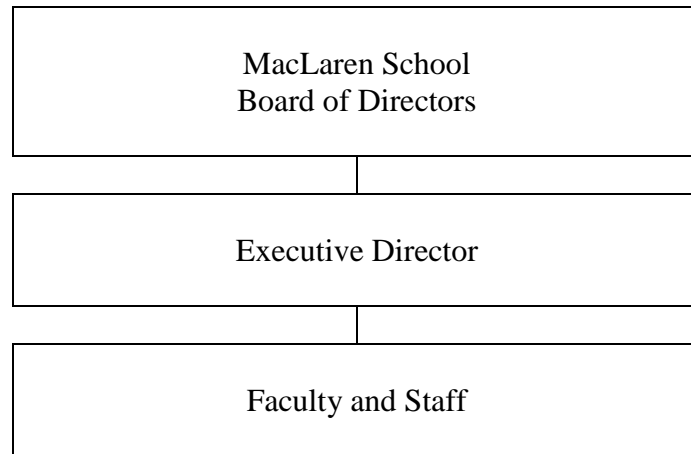
As with all charter schools, MacLaren School is a separate entity from its authorizer, the Charter School Institute, and the school district in which it is located, Colorado Springs School District 11. By its decisions, the Board shall guard and steward this separateness, both for its own sake and for the sake of the charter school movement.

Directors should remember that derogatory statements in a public forum – including on social media or other online sites – are almost always counter-productive. Each individual Director and the Executive Director pledge to each other that they will speak constructively and respectfully to each other and shall not engage in gossip or faction-building.

Directors shall be mindful of the different roles they play: parent, volunteer, Director, *etc.* Directors shall not use their position of authority when acting in their roles as parent or volunteer. With humility, each Director shall serve the best interests of the School. Directors shall remember that they possess no individual authority; it is only as a collective Board that any of them have authority. Directors shall also remember that attempting to manage or influence operations of the School when acting as an individual will almost always cause problems.

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Governance Chart



Responsibilities of the Board of Directors

1. The Board shall determine the School's mission and purpose. The Board shall create and review the School's mission statement and any other statements that articulate the School's goals, means for achieving those goals, and primary constituents served.
2. The Board shall carefully search for and select the most qualified individual for the position of Executive Director, who will serve as the chief administrator. The Board will delineate in writing the responsibilities for the Executive Director and then evaluate this person's performance against that written framework.
3. The Board shall provide proper financial oversight. In consultation with the Business Manager and Executive Director, the Board will develop and approve the annual budget as well as ensure that proper financial controls are in place.
4. One of the Board's most important responsibilities will be to provide adequate resources for the School to fulfill its mission. This will require careful stewardship and oversight of the School's budget. Careful stewardship also requires that Board members provide ongoing and meaningful support of the School's fundraising efforts. This includes contributing simultaneously to annual and capital campaigns to the best of their abilities.
5. The Board shall ensure legal and ethical integrity, and it must maintain accountability of everyone else in the School through the proper chain of command. The Board is ultimately responsible for ensuring adherence to legal standards and ethical norms.
6. The Board shall maintain the confidentiality of board discussions that involve sensitive matters and/or proprietary information of the School.
7. The Board must ensure effective long-range planning. The Board must actively participate in the overall planning process and, with proper coordination with administration, assist in implementing and monitoring the plan's goals.

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8. The Board must recruit and orient new board members. The Board will seek to recruit new board members who represent areas of strategic and philanthropic importance to the School, expertise in financial and regulatory matters, leadership in their respective fields, and diversity in all its dimensions. The Board will periodically assess its own performance. All nonprofit boards have a responsibility to articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate their own performance.
9. The Board is responsible for continually enhancing the School's public standing. Board members will, as appropriate, introduce the School to corporations, foundations and individuals with whom they are familiar, act as ambassadors of and active advocates for the School with these constituencies, and when appropriate, help with the cultivation and solicitations for contributions. The Board must clearly articulate the School's mission, accomplishments, and goals to the public and garner support from the community. The Board shall make every effort to attend School events and programs, as well as significant occasions such as commencement exercises.