

CALL TO ORDER:

A BLUEPRINT FOR GREAT BOARD MEETINGS





CALL TO ORDER:
A BLUEPRINT FOR GREAT BOARD MEETINGS



This publication is available at no cost by downloading at www.csba.org.



California School Boards Association

3251 Beacon Blvd., West Sacramento, CA 95691-1660
(800)266-3382 Fax (916) 371-3407 | www.csba.org

© 2010 California School Boards Association

TABLE OF CONTENTS

FORWARD: ONE THOUSAND GAVELS 5

AS YOU READ THIS BOOK 6

CHAPTER 1: MEETINGS—THE FIRST TOOL OF GOVERNANCE 7

 Overview of governance. 7

 Governance in public—The open meeting law 8

 Summary 9

CHAPTER 2: PREPARING FOR MEETINGS 11

 What is the content of the agenda? 11

 Who makes decisions about the agenda? 13

 How are requests for agenda topics submitted? 15

 How will the agenda be organized? 16

 Sample agenda 17

 How is the agenda distributed? 19

 Board member preparation 20

 Setting up the boardroom 21

 Summary 22

CHAPTER 3: LEADING THE MEETING 23

 Leadership roles 23

 Goal of the meeting. 26

 Protocols for leading the meeting. 29

 Minutes—The official record 33

 Summary 34

CHAPTER 4: MEETINGS FOR EVERY OCCASION 35

 When and where to meet. 35

 Annual organizational meeting 37

 An orientation meeting 38

 Types of meetings. 39

 Board committees. 41

 Summary 42

FINAL THOUGHTS 43



APPENDIX A: MEETING PREPARATION CHECKLIST 45

APPENDIX B: PREPARING THE BOARD ROOM CHECKLIST 46

APPENDIX C: MEETING EVALUATION CRITERIA. 47

FORWARD: ONE THOUSAND GAVELS

In California's 58 counties, there are over one thousand public school districts and county offices of education. Each of these school districts and county offices of education has a publicly elected governing board that generally meet at least once each month, although many meet more often. The length of these meetings is varied, but a conservative estimate would be a minimum of two hours.

Most boards have five members, although a few have three and some have seven members. Using five as the average board size, and adding the superintendent, one can quickly calculate that each board meeting uses a minimum of 12 hours of human capital for its monthly meeting. With more than a thousand districts and county offices of education, public school boards are collectively claiming more than 12,000 hours of the public's time in board meetings each month. That's 144,000 hours of time spent at board meetings every year.

Here's the question: Is there a better way these 144,000 hours could be spent? More than ever before, the students served need educational leadership that is determined, resourceful, responsive and engaged with the community. Strong advocacy for public education is critical to advancing and sustaining student achievement. The effective engagement of the local community is unlikely to be achieved by any board perceived to be ineffective or worse, counter-productive in the conduct of their board meetings.

While boards across the state share good intent, the district's stakeholders will not judge the board by its motives, but by its actions. The manner in which the board conducts its work is what often shapes public opinion of the board. Only through action can the board establish itself as a cohesive, knowledgeable and effective governing body that acts in the best possible interests of students under extremely difficult circumstances. Only individual and group effectiveness can raise the board above personality clashes, political posturing, and divisive issues. This effectiveness of the governing board can only be fulfilled and demonstrated when the board convenes at duly noticed meetings.

For this reason, one of the most important governance agreements of the school board must provide an answer to this question: **"How can we have great meetings?"**



AS YOU READ THIS BOOK

Applying the concepts

The ideas in this book are not intended to be read by individuals only. CSBA encourages boards to use this book actively, reflecting on their board meetings, and discussing how those meetings can be improved to better serve all students. The appendices contain tools to assess how your board is preparing for and conducting board meetings.

References to CSBA sample policies

Throughout the text, readers will find references to CSBA sample policies or bylaws relevant to board meetings. In some cases, the samples are quoted directly and in others they are paraphrased or summarized. Boards wishing to explore these policies and bylaws should refer to their own adopted policies and bylaws, as well as CSBA's samples. In addition, every attempt has been made to cite Education and Government Code references where appropriate. All sample policies and legal references are available through CSBA's GAMUT Online service. Note that CSBA's samples and the Education and Government Code are often amended or revised throughout the year and readers should check GAMUT Online for the most up-to-date version.

County offices of education

Each of the 58 counties in California has a county office of education that provides valuable services and support to the districts within their boundaries. COEs are also governed by county boards. While board responsibilities and the board-superintendent relationship differ between district and county boards, the bylaws and policies that govern board meetings are generally similar. Please note that this publication commonly refers to the district and district boards and oftentimes can be extrapolated to refer to county offices of education and county boards.

Terminology

To ensure clarity, the following terms are used to distinguish the roles of individuals and groups involved in school district governance:

- **the board** | the collective group of elected/appointed board members
- **board member/trustee** | refers to an elected individual who is a member of the board, but who has no individual authority to act for the district
- **governance team** | the board and the superintendent

CHAPTER 1: MEETINGS—THE FIRST TOOL OF GOVERNANCE

School district governance is not easy work. It requires the very kind of higher-order thinking that every district hopes to instill in its students. Board members must analyze, compare and contrast, synthesize, summarize, persuade, and make and defend judgments. They are called to do this in the oversight of an incredibly complex institution—California’s public school districts and county offices of education. To do this work, it is critical that the board’s meetings be effective and efficient. For this reason, how well the board 1) identifies what it needs to discuss and take action on, 2) prepares and organizes its agenda, and 3) conducts its meetings can have a profound impact on district or county office of education operations. Board members who want to improve student achievement and operations should begin with the board’s first tool of governance—the board meeting.

Overview of governance

While there is not sufficient room in this book to fully explain governance in California’s public school districts, it may be helpful to provide a brief overview of the key concepts. There are varying definitions of governance depending on which governance theory the board adheres to, but these theories are more similar than they are different. CSBA’s governance framework offers several key principles that should be considered as your board strives to build a common understanding about governance that is foundational to the success of your governance work.

1. Governance means reaching agreements that balance community interests and values, legal requirements, education research and district data, and district capacity.
2. These agreements provide oversight, long-term strategic direction and policy leadership to guide administrative leadership.
3. These agreements are reached only through the board’s collective judgment.
4. The board’s agreements guide how the district shall operate in a manner consistent with established law, district policy and collective bargaining agreements.
5. The board’s agreements guide the board in its governance responsibilities:
 - a. Setting direction
 - b. Establishing structure
 - c. Demonstrating support
 - d. Ensuring accountability
 - e. Engaging the community

The board does this governing work at board meetings. The most visible part of the board’s work, the one that has the highest capacity to impact the district or county office, is the board meeting. So, the very first system the board should ensure is functioning well is its own process for preparing for and conducting board meetings. Almost all of these meetings are open to the public, unless the matters to be discussed meet certain criteria for closed sessions defined in law (more on this later). This public aspect of the board’s work creates both a challenge and an opportunity for the board. The challenge is that there will be times when open meetings make it hard to have some of the difficult conversations that boards must have. The opportunity is equally great. The board can structure its meetings to demonstrate powerful support for student learning and achievement and a visible commitment to the values of the district that inspires students, parents, staff and the business and civic community.



Governance in public—California’s open meeting law

This section is intended to summarize the basic requirements of the Brown Act, but is not intended to be definitive. For guidance on the Brown Act, board members should consult the superintendent and/or counsel and see CSBA’s publication *The Brown Act: School Boards and Open Meetings Law*.

Commonly known as the Brown Act, Government Code sections 54950 – 54963 state that “...public agencies exist to aid in the conduct of the people’s business. It is the intent of the law that their actions be taken openly and that their deliberations be conducted openly.” More simply stated: All meetings of a majority of the board when they consider matters within their jurisdiction must be open and public except in narrowly defined circumstances. Broadly, those circumstances that authorize a closed session include:

- Real estate negotiation
- Pending litigation
- Public security
- Certain personnel matters
- Labor negotiations
- Certain student matters
- Joint powers agency claims

Since a violation of the Brown Act could have far-reaching legal effects, including possible criminal prosecution, and because of the legitimate interests of the public’s right to access, board members should be careful when conducting meetings. Two common questions often arise in Brown Act discussions: serial meetings and electronic communication.

Serial meetings

The Brown Act defines a prohibited ‘serial meeting’ as a series of communications by a majority of the board, either directly or through an intermediary, to discuss, deliberate or take action on any item of district business.

Simply put, board members cannot create a series of one-on-one conversations that involve a majority of board members in discussions on district matters. For example: board member #1 talks to board member #2 about ‘the bussing issue on next week’s agenda.’ Two of five (not a majority) have just discussed a district matter. This is not a problem.



After speaking with Board member #1, Board member #2 talks to Board member #3 about the bussing issue and shares the views of Board member #1 with Board member #3.



Now, three of five—more than 50 percent—have discussed a district matter. This is a problem. It violates the intent of the open meeting law by creating a situation in which a majority of board members have discussed a district matter outside of a public meeting. The open meeting law is essentially about transparency. The electorate has the right to observe and participate when their elected officials are conducting the public's business.

How can board members ensure they have not participated in a serial meeting? Wait until the meeting to discuss the issue. Short of that, discuss a district matter with one other board member only, who also agrees to speak with no other board members on the same issue. (For seven member boards, you may discuss a matter with two other board members.) If you need to talk further, talk to the superintendent or wait until the next meeting.

Note: The superintendent can listen to any of the board members, and can offer his or her thinking on an issue. However, the superintendent must be careful not to serve as a conduit for sharing the ideas of more than two board members since that is also a serial meeting.

Electronic communication

What about e-mail, cell phones and other social media technologies? Board members must understand that the medium of communication does not change the requirements of the law regarding meetings of a majority of the board. For purposes of the Brown Act, electronic communications are subject to the same conditions and same rules of confidentiality that apply to other forms of communication. Regardless of how the communication is achieved, a majority of the board cannot discuss district matters within the board's jurisdiction in private.

References

CSBA sample:

BB 9012 – Board Member Electronic Communications | BB 9320 – Meetings and Notices

Summary

Board meetings are a critical aspect of school district governance, and the effectiveness with which these meetings are conducted have an enormous impact on district operations. The board can ensure this influence is positive and beneficial by reaching agreements on how the board will maximize their effectiveness in conducting meetings.

Board meetings are guided by the Government and Education Codes, most notably the Brown Act, board bylaws, as well as any internal governance agreements they establish. How the board, staff and public perceive the open meeting law requirements of board meetings is a matter of leadership and perspective. A pessimist sees the challenge in every opportunity; an optimist sees the opportunity in every challenge. The open meeting laws are intended to create transparency around the governance of public institutions. Boards that effectively use their meetings to educate the public on how the district and the board demonstrate transparency contribute to public confidence in the schools that benefit the district at every level and most importantly, in service to students.



CHAPTER 2: PREPARING FOR MEETINGS

Well-run meetings create the illusion of simplicity; a smooth meeting looks effortless. Don't be fooled. Good meetings require work on the part of the board president and the superintendent in planning for the meeting, and from the entire governance team in the conduct of the meeting. The conduct of the meeting is the focus of Chapter 3. This chapter focuses on the steps of preparing the meeting agenda and the boardroom.

There are five fundamental questions in the agenda setting process that must be clear to each board member and the superintendent so that the governance team can focus its energy on matters of substance. These five questions deal with content, authority, process, structure and distribution.

1. **Content:** What is the content of the agenda?
2. **Authority:** Who makes decisions about the agenda?
3. **Process:** How are requests for agenda topics submitted?
4. **Structure:** What is the structure of the agenda?
5. **Distribution:** How is the agenda distributed?

What is the content of the agenda?

The big picture

Deciding what should be on the agenda for the next meeting should be guided by the question of what should be on the agenda this year. Effective boards consider the agenda in the big picture—the annual agenda. Setting district priorities and goals will help the board focus its attention throughout the year. Without knowing what the board wants to discuss this year, it cannot align its regular meetings to that purpose. This means the board needs a clear, common understanding of district values, mission, vision and long-range priorities.

This discussion should include both the board and the superintendent—the governance team—with the assistance of staff as appropriate. This is essential since the professional staff will help the board understand the current status and trends in the district or county office, as well as external deadlines set by law. It should be recognized that sometimes boards do not have control over when an item needs to be placed on the agenda. For example, a budget may need to be approved by a certain date or an audit or program improvement plan might need to be agendized before a specific timeframe. The governance team can then reach agreement on which systems need the board's attention and can benefit most from sustained improvement efforts. Then, working with staff, the board can draft a governance calendar to align its regular meeting agendas with annual or long-term district priorities, and balance the many needs and interests competing for the board's time and attention at meetings throughout the year.

Service link: CSBA has experienced facilitators who can assist the board and superintendent in establishing district values, mission, vision and long-range priorities.



Preparing the regular meeting agenda

One of the most common questions CSBA is asked is: “What goes on the agenda?” It seems a fairly simple question, but the answer is not easy. K-12 education in California is complex. There are legal and policy requirements that guide school board agenda development. The superintendent and senior staff have the experience and professional knowledge to provide critical information the board will need on matters that are driven by legislative changes or program compliance.

In addition, matters often arise unexpectedly in the day-to-day operations that may require the board’s attention. The priorities set by the board provide strong guidance for building the agenda for regular meetings. At the same time, the superintendent and board president must exercise individual judgment in setting the board meeting agenda, including both the content and the sequence of items, as well as which items can be added to the agenda and which items should be postponed.

Under the direction from the superintendent, as the board’s secretary, the staff prepares (but does not determine) initial drafts of the board meeting agenda. The superintendent and board president then review and revise the draft agenda as necessary. The content of the agenda can be categorized into a few basic functions. Please note that while the state does not dictate the agenda structure, agendas often follow a common sequence.

- Opening business: Call to order, roll, pledge, approval of agenda
- Public comment on closed session agenda items
- Closed session
- Adjourn to open session and, as required, report out any action taken in closed session
- Public comment on non-agenda items
- Recognitions and presentations
- Consent agenda: Items concerning normal operations that require board approval, but are not expected to require explanation or discussion
- Action items: Items which require a board action
- Discussion items/Information items, including staff or committee reports

Isn’t everything discussion?

Because the law requires that the agenda specify whether action will be taken, if an agenda item is posted as discussion or information, no action can be taken. For this reason, legal counsel may recommend that the agenda list all items as Action/Discussion items to allow the board the opportunity to take action if it chooses to do so. There are times, however, when the board will want to be sure not to take action. If, for example, the board is discussing a new policy, then it might want the item listed specifically as discussion so that the community knows the item will not be acted upon at a first reading.

Who makes decisions about the agenda?

This question is really about authority. Who really decides? By nature of their roles, both the board president and superintendent have important duties in developing the board agenda. Boards should discuss the role of the board president and superintendent, and determine which process makes the most sense in their district. Since it is the board's agenda, the board should play a significant role in the agenda's development. Options for the involvement of other board members are discussed below.

Role of the superintendent

CSBA's sample bylaw 9322 proposes that the superintendent, in collaboration with the board president, prepare the agenda. "The board president and the superintendent, as secretary to the board, shall work together to develop the agenda for each regular and special meeting." This role of 'secretary to the board' is described in CSBA sample bylaw 9122:

"The governing board shall appoint the superintendent to serve as secretary to the board. The secretary to the board shall be responsible for maintaining an accurate and complete record of all board proceedings and shall:

1. Prepare, distribute and maintain the board agenda." However, the superintendent does not work alone.

Role of the president

As mentioned above in CSBA sample bylaw 9322, the superintendent works in consultation with the board president. Preparing for meetings is one of the fundamental responsibilities of the board president. CSBA sample bylaw 9121 suggests that the board president:

- Calls such meetings of the board as he/she may deem necessary, giving notice as prescribed by law.
- Consults with the superintendent or designee on the preparation of the board's agendas.
- Works with the superintendent to ensure that board members have necessary materials and information.

Involvement of other board members

Some boards create an executive committee to handle the agenda development process. The committee would be chaired by the board president since the president's duties are usually specified in board bylaw. The committee might include:

- an additional officer, e.g., the vice-president or clerk.
- any other board member, either as an annual appointment or on a rotating basis. This appointment can serve as an effective method for orienting board members to board leadership work, as well as create a degree of transparency among the governance team. This decision will be guided by the complexity of the district, past board practice and the preferences and relative experience of board members.

Important note: Boards must limit the membership of this committee to less than a majority. It would be difficult, if not impossible, to talk about the agenda without talking about matters of substance. A majority of board members talking about district matters within their jurisdiction in a meeting not properly posted or open to the public would constitute a violation of the Brown Act.



Getting agreement on the process

Board bylaws provide the general parameters for creating the agenda, but may not provide the details board members sometimes need to have a clear understanding of how and when the agenda is actually determined. Board governance agreements, or protocols, can document how by answering questions like:

- Who specifically will meet to determine the agenda?
- When and where will that meeting take place?
- To whom do board members submit requests for agenda items?
- Who decides if that item goes on the agenda?
- Who will inform the board member of the status of the request?

Service link: Developing governance protocols is a frequently requested service of CSBA's Leadership Development and Policy Analysis.

References

CSBA sample:
BB 9121 President | BB 9122 Secretary
Board bylaw 9322 Agenda/Meeting Materials

How are requests for agenda topics submitted?

This is a frequent question among new board members. Recently elected, at times with some creative ideas for how to improve the district, new board members want to bring their ideas forward. This highlights the importance of orienting new board members to the district and to the work of the board (see annual organization meeting in Chapter 4). Education Code 35145.5 requires that boards adopt reasonable rules allowing “any member of the public to request that a matter within the jurisdiction of the board be placed on the agenda of a regular meeting.” Bylaws usually require the request to be made in writing within a certain timeframe before the meeting and many districts provide an ‘agenda request form’ for this purpose. Note that any board member or member of the public can make a request, but this does mean the item will be placed on the agenda. The agenda setting process guided by CSBA’s sample bylaw 9322 gives discretion and authority to the superintendent and board president to determine if the request is:

- Within the subject matter jurisdiction of the board
- Covered by an existing policy or administrative regulation
- Merely a request for information
- Appropriate for discussion in open or closed session
- An action item subject to board vote
- An information item that does not require immediate action
- A consent item that is routine in nature and for which no discussion is anticipated.

CSBA sample bylaw 9322 recommends that agenda item requests be submitted “at least one week before the scheduled meeting.” The requirement of advance submission allows a number of tasks to be completed so that the district can post the agenda for a regular meeting seventy-two hours in advance, as required by the Brown Act. Those tasks include:

- The item must be considered by the board president and superintendent to determine whether the item is appropriate for the board agenda.
- If so, district staff will prepare any necessary materials for the requested item.
- District staff will deliver all materials to the board.

In reviewing this section of district bylaws and determining the best time frame for the agenda setting process, the governance team should consider three fundamental questions:

1. What level of information does the board require to do its work effectively?
2. What is the capacity of staff to prepare the material?
3. How much time does the board need to review material prior to the meeting?

■ References

CSBA sample:
BB 9322 – Agenda/Meeting Materials
Education Code 35145.5



How will the agenda be organized?

There are several principles that boards may consider in deciding how to best organize their meeting agendas.

- **Goals:** Some boards use annual goals as the predominant criteria. By using goals as the framework for agenda structure, the board keeps goals visible and ensures that their governance work actively supports the progress towards these goals.
- **Systems:** Boards can organize their agenda according to the various aspects of district operations. These systems reflect the organization of policy and include student achievement, student support, human resources and collective bargaining, finance, facilities and more.
- **The most important items are addressed first.** If an item is really important, and expected to take time for sufficient deliberation and consideration by the board, the board may wish to schedule this item early in the meeting. As the meeting progresses, it may be difficult to sustain the appropriate energy and focus.
- **Items requiring action are addressed first.** To ensure that items which require action to meet legislatively mandated timelines, the board may wish to schedule these items early.
- **Items requiring the presence of others are addressed early.** For example, if staff must make presentations, the board may wish to deal with those issues early on so that staff can go home. Items likely to attract substantial community interest and comment might also be scheduled early in the meeting. If there are awards, presentations or other activity that involve students and teachers, these should also be accomplished early.

Will the agenda be timed?

How the board spends its time is an expression of its values and priorities. Without time limits for each item, each agenda item can go on as long board members are interested. The absence of time limits may also communicate a more serious problem—the board lacks the ability to discern which items deserve the most attention. Providing guidance and oversight requires the board to make discernments and judgments. By timing the agenda, the board demonstrates that it knows its priorities.

A timed agenda has several benefits. It helps board members determine how much time and effort they should dedicate to preparing for each agenda item. It helps the president manage the flow of the meeting. Timed agendas tell the community what's important and merits substantial time for discussion.

The anatomy of an agenda

The well known aphorism 'a picture paints a thousand words' can be applied to board agendas. But in this case, it may be that a thousand words paint a picture. Let's look at one sample agenda and see what pictures and questions emerge from its structure and sequence. The sample items are taken from a real agenda in a California school district. The text boxes have been added to help identify some ideas and principles that a board should consider in how it can best structure and sequence board agendas.

The board is intentional about being mission-focused.

District mission: All students engaged—everyday.

A city school district
Time, Date and Location

Translations: If you require a Spanish translation of the meeting, please let the board secretary (sitting next to the superintendent) know.

Speaking at board meetings: The public is encouraged to speak to the board on issues of concern whether or not the issue(s) are on the agenda. To address the board, please complete a speaker card and give it to the secretary sitting next to the superintendent at the dais. (Speaker cards are available on the entrance table.) If you want to speak to the board on a subject listed on the agenda, you will be called to the podium at the time your item of interest is being considered by the board. If the item is not on the agenda, you will be called to the podium during oral communication (Item 5). Public comments are limited to 3 minutes per person per topic, unless otherwise noted.

Electronic devices: Please turn the sound off all cell phones, pagers, PDAs, and other electronic devices, to avoid disrupting these proceedings.

Instructions at the top of the agenda, in user-friendly language, help the community to understand what to expect at the board meeting, and how to participate. The board’s expectations for meeting conduct: cell phones quiet.

Agenda

1. Call to order	The times clarify how quickly the board will dispense with opening process and get to a substantive item: Staff recognition—7 minutes.	1 min
1.1. Roll call		
2. Welcome		2 min
2.1. Pledge of Allegiance		
2.2. Welcome		
3. Changes to the agenda		3 min
4. Approval of agenda (Action required)	Some might not understand “oral communication”; maybe better to just call it “public comment.”	1 min
5. Community/Staff recognition		7 min
6. Oral communication (for items not on the agenda) (See <i>speaking at board meetings</i> above.) The Brown Act (Open Meeting Law) prohibits the board taking action at this meeting on items discussed during this time.		10 min
7. School/Community reports		60 min
7.1. Staffing and enrollment: Staff will review enrollment predictions and implications for future staffing needs. Material provided.		
7.2. ELL re-designation rates: Staff will provide the board with preliminary analysis of the district’s English language learner program as measured by CELDT scores and trends. Material provided.		
7.3. Report on strategic plan: Staff will ask the board to approve/adopt proposed success indicators for each major goal in the strategic plan. Material provided.		

The board has dedicated an hour to these three topics. What’s important in this district? The answer is clear. However, it’s not clear if these items are for information (7.1), discussion (7.2) or action (7.3).



There are 5 items in this list and yet the board plans to spend only 5 minutes. Consent items—routine operational matters that need board approval, but not discussion or debate—are an efficient way for the board to use its time.

8. Consent items (Action required) 5 min

- 8.1. Recommendation: Approval of 9/ 16 board minutes—enclosed
- 8.2. Recommendation: Acceptance of gift: upright piano to Senator Elementary School from Joan Smith
- 8.3. Recommendation: Approval of field trip to Yosemite Institute for 8th grade class. Material provided.
- 8.4. Recommendation: Approval of extended hours field trip for science class to travel to overnight camp. Material provided.
- 8.5. Staff recommendation: Approval of GANN Limit

Improving board operations can be a regular agenda discussion.

9. Discussion: Governance 20 min

- 9.1. Board Subcommittee on Governance will present board self-evaluation results for board discussion. Material provided.

10. Correspondence 0 min

The agenda item is allotted no time because it has no correspondence, but the structure of the agenda remains.

11. Closed session

- 11.1. Information: Conference with Legal Counsel-Existing Litigation
Government Code 54956.9
Smith v. A City School District Case No. A002010X
- 11.2. Information: Conference with labor negotiators
Government Code 54954.5
A City School District's Teachers Association
Superintendent Sharon Brown, District representative

The board might want to move its closed session to earlier in the meeting to provide protected time early in the meeting to address serious issues the board must consider.

12. Information: Comments from board members 15 min

- 12.1. Comments from board members 5 min
- 12.2. Comments from employee group representatives 5 min
- 12.3. Comments from the superintendent 5 min

Here the board make suggestions for future agenda items.

13. Action: Suggested items for future agenda 10 min

14. Adjournment (Action required)

Notices:
Americans with Disabilities Act (The appropriate legal notice is included.)
Posted (Time, date & address where the agenda was posted, website reference, and district contact information.)

Time and value

Notice the time allocations for the agenda on pages 17-18? Nearly half the meeting time is dedicated to monitoring student performance. The way the board spends its time is an expression of its values and priorities.

Item	Minutes	Percent
Call to order	1	1%
Pledge, welcome	2	2%
Agenda changes and approval	4	3%
Oral communication	10	8%
School reports	60	45%
Consent agenda	5	4%
Action items	10	8%
Board/Superintendent reports	20	15%
Information	15	11%
Other business	5	4%
Total	132	100%

How is the agenda distributed?

Service link: CSBA offers AgendaOnline, an electronic board meeting agenda service that allows for the development of and access to board meeting agendas, supporting documents and minutes through the Internet. AgendaOnline serves as an effective communication tool between the governance team, district staff and the community.

Because the Brown Act requires agendas for regular meetings to be posted 72 hours in advance of the meeting, CSBA’s sample bylaw 9322 recommends districts send copies of the meeting agendas and supporting materials to each board member at least three days before each regular meeting. This agenda packet may also include the superintendent’s report, minutes to be approved; copies of communications; reports from committees, staff, citizens and others; and other documents pertinent to the meeting.

Government Code 54954.1 requires that the district mail a copy of the agenda and/or copies of the supporting materials that make up the packet to anyone who requests them at the time the agenda is posted or upon distribution to a majority of the board, whichever occurs first. Requests for mailed copies of agendas or agenda packets must be made in writing and shall be valid for one year, subject to annual renewal. Agendas should also be sent to the press and other news media. There is nothing in the law to prohibit districts from charging a fee to cover the costs of mailing the material, but the law requires that the fee should not exceed those costs.



What about posting the agenda on the web?

Law has not caught up with technology, and the law states that the agenda must be mailed. Districts or county offices of education can't require interested parties to accept electronic distribution, but they could ask requesters to receive it via e-mail. In this case, CSBA recommends that districts and county offices put this agreement in writing and not charge for the service if they are using an online agenda service.

References

CSBA sample:
BB 9322 – Agenda/Meeting Materials
Government Code 54954.1

Board member preparation

CSBA maintains that one of the most important attributes of an effective board member is preparation. This quality is not directly visible. The public cannot see the board member sitting at home reviewing the material or sitting in a district office with staff learning what the material means. The public can only see the work of the board member during the board meeting. During the meeting, when they are visible, board members demonstrate effectiveness by focusing questions and comments on the policy-level implications of the issues before the board.

The quantity of information in board agenda materials is often daunting, and the depth of information received can be complex. But board members are not required to be experts in education, law, finance, facilities maintenance, or human resource management. For this reason, it is expected that board members will have questions regarding the agenda material. Asking questions in advance is important for three reasons.

1. It ensures that there are 'no surprises' at meetings that might embarrass staff, the board or both.
2. It helps board members determine which questions they wish to ask during a public meeting because he or she considers the question and the answer important for the community to hear.
3. Asking questions in advance is both effective and efficient. It ensures that board members are not 'learning' during the meeting. Appropriately informed, the board member is prepared to discuss the matter and to hear the perspective of other board members.

How questions are asked and answers are shared is an important governance conversation. Board members have a legitimate need to understand the agenda materials, and the confidence that each board member has access to the same information. To whom shall board members direct their questions? In some districts, all board members go directly to the superintendent. In some large districts, superintendents—who are often not immediately available—have asked board members to go directly to the appropriate senior staff member—who usually informs the superintendent of the request and the response. Board members may want to ensure that they each have access to the same information regarding board agenda items, so the process needs to allow for the answers to be shared with the full board, even if the question is posed by a single board member. The governance team should reach agreement on how they can best get the information they need through a process that balances the preferences of the superintendent and the board with the requirements of the Brown Act regarding serial meetings. Your specific answers to these questions should be formalized in bylaws, protocols, or governance agreements. A meeting preparation checklist is provided in Appendix A.

Setting up the boardroom

The environment in which meetings are held can affect the conduct and outcome of the meeting. It can also foster good or poor public attitudes about how the board operates. Of course, the district will want to ensure legal compliance with regard to the location and access to meetings, including conformity with the Americans with Disabilities Act. Access to the room and materials (for example, this could include providing a sign language interpreter, Braille translation of the agenda or wheelchair access) should also be considered. In addition, there are a few simple principles that have a dramatic impact on the real and perceived success of board meetings. A complete list of possible items to address is included in “Preparing the boardroom checklist” in Appendix B.

1. **People need to be heard.** If governance team members cannot hear, they cannot fully participate. If staff can't hear, they cannot respond to questions or requests. If the public can't hear, then the meeting isn't really open. Districts should ensure that the boardroom enables everyone at the meeting to be heard. Investing in a reliable sound system, particularly when meetings are held in large venues, will yield great benefits in meeting effectiveness and community satisfaction.
2. **People need to be seen.** An important part of listening and effective dialogue is the ability to make eye contact. If board members are unable to see each other, it detracts from their ability to have good discussions. Speakers addressing the board need to make eye contact with the board, and if possible, with the audience. Certainly, the audience needs to be able to see the board. Since they cannot participate outside of the time reserved for public comment, the only reason they attend meetings is to listen to and watch the board. The board members also need to see each other, so the table and seating should accommodate this set up.
3. **People need to be comfortable.** Board meetings can cover a wide range of diverse and sometimes contentious topics. Ensuring the environment of the meeting is both inviting and comfortable can contribute to a positive experience. Issues of comfort include being greeted or welcomed, comfortable furniture, lighting and temperature, and access to water and restrooms.
4. **People need to understand how board meetings work.** For many people, a school district board meeting may be one of the few formal meetings that they attend. First timers may not understand that a board meeting is not a town hall meeting. For this reason, it is important for the board to constantly demonstrate for the community how the board meeting works. This can be accomplished through written material—easily available and in user friendly language—that explains basic board meeting procedures in a manner and tone that informs the public and makes them feel welcomed. This can also be done verbally at every meeting whenever there are community members present. A few simple explanatory statements between transitions can help the community learn why the board acts the way it does.



Summary

Good board meetings are the result of good planning. The process that guides this work should be discussed and understood by the full governance team. The president and superintendent share the responsibility for implementing the board agenda development process, although additional board members may contribute to the process. This process must address five fundamental questions:

- **Content:** What is the content of the agenda?
- **Authority:** Who makes decisions about the agenda?
- **Process:** How do board members or community members submit items for the agenda?
- **Structure:** What is the structure of the agenda?
- **Distribution:** How is the agenda distributed?

Giving attention to the boardroom environment is an important consideration for making meetings more effective, as well as for demonstrating to the community the importance of the board meeting, and that the community is welcome.

CHAPTER 3: LEADING THE MEETING

Preparation for board meetings discussed in the previous chapter is a vital part of ensuring that board meetings are effective. However, the public cannot see this preparation activity—they see only the meeting itself. Board meetings are one of the most publicly visible acts of the board, so the success with which the board conducts its meetings has a direct impact on the community’s beliefs about the board and the district. In other words, a great meeting reflects a great district. Unfortunately, the reverse can also be true. The entire governance team shares the responsibility of ensuring productive and successful meetings. The board president and superintendent have special responsibilities for the conduct of board meetings, but they cannot be fully successful without the support of each board member and district staff.

Leadership roles

The role of the superintendent

CSBA sample board policy 2110 suggests that “the superintendent also serves as a member of the district’s governance team and has responsibilities to support board operations and decision making.”

In addition, CSBA sample bylaw 9122 provides that the governing board “appoint the superintendent to serve as secretary to the board.” The secretary to the board shall be responsible for maintaining an accurate and complete record of all board proceedings and shall:

- Prepare, distribute and maintain the board agenda
- Record, distribute and maintain the board minutes
- Maintain board records and documents
- Conduct official correspondence for the board
- As directed by the board, sign and execute official papers
- Perform other duties as assigned by the board”

As secretary, the superintendent can assist the board president in clarifying questions regarding the agenda, providing a history of prior board action, and helping with how to best phrase motions so that they achieve the intended effect desired by board members. The superintendent can ‘support board operations’ by coordinating meeting details, clarifying meetings procedures, and providing information and advice to the board.

CSBA sample bylaw 9010. The sample bylaw provides a process whereby the board president is designated by the board to make statements on behalf of the entire board. At the same time, the bylaw recognizes that individual board members have a right to express their point of view, but also have a responsibility to identify personal viewpoints as such and not the viewpoint of the board as a whole. The board and superintendent should review this bylaw each year to ensure there is a clear understanding for how this bylaw is implemented.



The role of the president

The root word of president is preside, and that is the primary duty of the president—to preside over the meeting. However, presiding is different than ruling; the president does not ‘rule.’ CSBA sample bylaw 9121 suggests that the president shall “enforce the board's policies relating to the conduct of meetings and help ensure compliance with applicable requirements of the Brown Act.” In other words, the president presides in a manner consistent with the law, district bylaws, and the board’s governance agreements.

In addition to enforcing the board's policies, the sample bylaw outlines eight other responsibilities of the board president:

- Calls the meeting to order at the appointed time
- Announces the business to come before the board in its proper order
- Recognizes persons who desire to speak, and protects the speaker who has the floor from disturbance or interference
- Explains what the effect of a motion would be if it is not clear to every member
- Restricts discussion to the question when a motion is before the board
- Rules on issues of parliamentary procedure
- Puts motions to a vote, and states clearly the results of the vote
- Leads the board in the orderly conduct of all board meetings

This list doesn’t seem overly demanding, but beneath these responsibilities are a variety of skills that board presidents need to call upon when presiding over board meetings. Consider the skills related to these duties in the table on page 25. This list is by no means exhaustive.

References

CSBA sample:

BP 2110 – Superintendent Responsibilities and Duties | BB 9010 – Public Statements
BB 9121 – President | BB 9122 – Secretary

RESPONSIBILITIES AND SKILLS OF THE PRESIDENT

General responsibilities	Ability to
<p>Be responsible for the orderly conduct of all board meetings.</p>	<ul style="list-style-type: none"> • Work in a cooperative and collegial manner with fellow board members, staff and community members. • Balance the need for formal procedures and a culture of polite and respectful meetings. • Deal with surprises and make quick decisions. • Demonstrate respect and patience under difficult circumstances.
<p>Call the meeting to order at the appointed time.</p>	<ul style="list-style-type: none"> • Work with superintendent and staff in preparing the boardroom. • Lead the governance team to start on time.
<p>Announce the business to come before the board in its proper order.</p>	<ul style="list-style-type: none"> • Follow a complex agenda. • Keep track of time to pace the meeting appropriately. • Understand and explain the difference between action, discussion and information items.
<p>Restrict discussion to the question when a motion is before the board.</p> <p>Recognize persons who desire to speak, and protect the speaker who has the floor from disturbance or interference.</p>	<ul style="list-style-type: none"> • Keep track of requests for speaking among board members and ensure that each is given a chance to be heard. • Politely but firmly stop attempts by others to interrupt the speaker and to stop comments that are not relevant to the item before the board. • Politely recognize community members who request to address the board. • Respond appropriately to community comments. • Fairly and consistently apply the board’s rules regarding public comment and recognition of speakers.
<p>Explain what the effect of a motion would be if it is not clear to every member.</p> <p>Put motions to a vote and state clearly the results of the vote.</p> <p>Rule on issues of parliamentary procedure.</p>	<ul style="list-style-type: none"> • Understand and explain motions. • Assist in the clarification and wording of a motion to achieve the desired effect. • Enforce board bylaws and board-adopted meeting procedures.



The final skill

When all of these skills are considered as a whole, a clear picture emerges. Presiding over board meetings requires an over-arching ability that manifests itself in almost every action the board president may take: the ability to make good judgments.

These judgments impact all the planning for the board meeting, as well as the conduct of the meeting. Sometimes these judgments are made slowly over time, and sometimes quickly—like deciding on a point of procedure. In every decision, the board, the superintendent and staff, and the community are looking for assurance the board president's judgments are fair, reasonable and consistent with the values and policies of the district and the bylaws of the board.

The goal of the meeting: *effectiveness vs. efficiency*

These terms are often used interchangeably but they have, in fact, very different meanings. **Effectiveness means getting the desired outcome.** An effective board fully accomplishes its governance responsibilities. Being effective, though, does not guarantee efficiency. For example, the board may develop long-range priorities for the district through a comprehensive process that includes community input, staff analysis of data, refining district mission and core beliefs, and extensive board discussion. These are all appropriate steps, and are likely to contribute to the development of priorities that are best for the district. With this result, the board's effectiveness will be visible. But depending how much time and effort it takes, it may not feel or look efficient.

Efficiency means producing a desired outcome or effect with a minimum of effort, expense or waste. It's about getting things done with a conservation of resources—usually time, energy or money. Many board members have sat through meetings that lasted well into the night. When this happens, they may begin to complain that meetings are ineffective. Remember that time is not the gauge of effectiveness; only outcomes determine effectiveness.

Time can be a gauge of efficiency, but sometimes that gauge can lead members of the board to the conclusion that all conversations of the board should be accomplished quickly. CSBA has found that this is just not so. Important conversations require ample time. It takes time to decide whether a policy is effective, to discern the district's most pressing needs, or what long range changes are best for the future of the district. These discussions take time for several reasons:

1. The issues are often complex.
2. Governance leadership involves collaboration of the superintendent and all board members—each with their own experience, skills, values and interests that shape their perception.
3. The decisions the board must reach are often both fact-based and value-based.

Board members have to agree on the status of the district based on data, and then determine what matters most and why—which is a value-driven question. Reaching mutual understanding on value-based judgments requires patient listening, and that takes time.

So, if time is not the gauge of efficiency and effectiveness, what is? Effectiveness and efficiency are achieved by an unswerving commitment to three core elements:

1. Values and norms
2. Focus
3. Clear procedures

Core elements of effectiveness and efficiency

Values

Whether it's at the board table, work or home, every decision a person makes is ultimately an expression of his or her values. Discerning these values for individuals and families is not difficult. Just keep asking why, digging down into the assumptions, reasons and beliefs that lie behind statements or actions.

Values must be a fundamental concern of the board for two reasons. First, the board's values are connected to the community's values. These values are central to the board's governing work and help drive the district's mission and vision. The values are part of the criteria by which boards judge the merit of their governance decisions, and how the community will judge the board.

Second, values are directly related to behavior. The board lives the values of the district by the manner in which they act—how they treat everyone and how they conduct their meetings. A perceived violation of these values can be deeply upsetting and distracting. When a board member feels poorly treated or attacked, it can provoke real anger, and have a very negative effect on the quality of the discussions during board meetings. Few people do their best work when hurt or angry. The damage goes further. Such behavior also erodes the community's trust in and respect for the governance team and, by extension, the district. So, acting in conflict with district values is highly inefficient and ineffective.

Norms

Norms is a short-hand term for behavioral norms. They flow from values and define the culture so that each person knows how he or she may expect to be treated by others in the organization. Norms can be as general or specific as desired. They can address something as simple as an agreement for how governance team members will address each other or that board members will not make sarcastic remarks or interrupt each other. It's easy to make a long list of norms that sound nice. But what CSBA has found to be effective is for boards to develop a short list of important behavioral issues that the board needs to improve in order to improve its effectiveness.

When establishing norms, boards need to consider three important criteria:

1. Are norms consistent with values?
2. Can all agree to abide by and hold each other accountable for the norms established?
3. Will the norms established build public confidence in the district and the board?

Boards often want what appear to be conflicting goals. They want to be perceived as open and friendly, and at the same time they want to be perceived as efficient and effective. For this reason, boards need to ensure that they clarify through norms and protocols the kind of culture they want at board meetings.

Degree of formality

How formal is the district's board? Particularly in small districts and rural districts, the board often has a casual and informal tone. This casual tone is defended as an important way for the public to feel that the board is accessible. It's easy to understand why it might feel awkward for community members that know each other on a first name basis to abide too much formality. Being expected to address each other using last names during meetings can feel impersonal or even rude.



However, it is important to remember that the board itself is a formal entity. Its members are publicly elected and they have responsibilities prescribed in law. Policy leadership is an important function and it may not serve the board, the district or the community well to water-down the perception of the board's governing responsibilities and authority with too casual of an atmosphere.

Formality shouldn't be stiff or unfriendly. In fact it's often not the words or titles that cause the negative perception. It is often the tone. Formality doesn't have to be monotone or deadpan. Board members can follow procedures, maintain professional demeanor and smile at the same time. The meeting should have a friendly tone, and at the same time, the board should have official procedures to conduct its official business.

Many boards prefer a less formal structure—until the district faces an unexpected and highly charged issue. Then, highly informal processes may lead to chaotic meetings. Once that occurs it will be difficult, if not impossible, for the board to change its meetings practices. So the guiding principle may need to be this: If the district were in a crisis, how would the board need to conduct its meetings?

Behavioral expectations based on values are often referred to as norms. These norms should be developed by the entire governance team and reviewed regularly—at every meeting is not unheard of. A good place to start in the development of norms would be CSBA's Professional Governance Standards. These standards may be embedded in CSBA's sample bylaw 9005; many boards may have already adopted these standards in bylaw—and now the board just needs to breathe life into them by making them important and visible.

Professional governance standards are a great tool for beginning the conversation. CSBA recommends that the board formally adopt the PGS, post them in the boardroom, refer to them regularly, explain them to the community, and use them as part of the board's self-evaluation.

The professional governance standards are just that—standards—common principles that are widely accepted as an important part of lay governance. The board can maximize their impact by adapting the standards to fit local needs. Revise the standards and make them standards relevant—as specific and focused as necessary to support the culture the board wishes to create in the boardroom and the district.

Service link: CSBA's Leadership Development & Policy Analysis departments have experienced consultants who can guide your board in the development of specific norms for your board.

Focus

A focused board makes sure that it is having the right conversations. What are the right conversations? They are conversations that deal with the board's key governing responsibility in the oversight of the district's system. With the agenda carefully planned and developed in advance to identify issues that most need the board's attention, the president uses the agenda to lead the governance team in the conduct of the meeting. The agenda is the first tool of the president, giving the president the means to judge whether comments, discussion or interruptions are a legitimate use of the board's scheduled work for the meeting.

Focus means recognizing what not to talk about. All board members should support the role of the president in adhering to the agenda, and quickly identifying and dealing with distractions so that the board can focus. Effective boards don't give time and energy to the wrong conversations. They filter out the peripheral concerns from core

issues. They don't get overly involved in administrative level work; they keep their sights on governance and policy level discussions. Efficient boards don't waste time arguing over procedures. They agree on them upfront, and use them consistently, so that no energy is lost to questions of process. They are 100 percent focused on district needs to serve students.

The governance team can achieve both effectiveness and efficiency through the discipline of focus. As the board and superintendent increase their skills in focusing board meetings on the right issues and using agreed upon procedures, the governance team can ultimately become more efficient.

Clear procedures

Clear procedures, often called protocols, help facilitate board meetings in a productive manner. The value of clear process is most obvious when it is absent. Unclear or inconsistent meeting procedures will cause confusion and distraction. When board members have disagreements and frustration about how the meeting is conducted, then they have to talk about meeting procedures and stop talking about district concerns. When the board president has the support of all board members to enforce mutually agreed-upon procedures in the conduct of meetings, board members are free to focus on district matters. For this reason, CSBA recommends that the board regularly clarify meeting procedures so that the board is in full agreement regarding the conduct of meetings. Below is a discussion of procedures with some practical examples that boards can consider or modify to best meet their needs.

Protocols for leading the meeting

Effective meetings are achieved through the commitment to procedures. These procedures are clarified in board bylaws and governance protocols, which guide how the meeting shall be run. Through the development of these agreements, the full board determines which procedures the president shall employ to preside over the meeting. However, board members must understand that the president often is called upon to respond to unexpected events. Surprises require the president to make decisions or judgments about how best to proceed.

Meetings are dynamic because they involve people, and board meetings can be especially dynamic because the content of the meetings can be vitally important to district stakeholders. While some issues will always generate lots of energy (like layoffs, district boundaries or contract negotiations), managing these issues is not the board's first concern. Rather, the board's first concern is perfecting the board's process for managing its meetings.

While boards and districts vary in the procedures they use for conducting their meetings, there are a few key processes that all boards must manage on a regular basis. Reaching clarity and agreement on how the board president shall guide the governance team through these processes is a critical step in ensuring effective meetings. The following will review five key processes, identifying why they are important, and considerations for boards to review in developing meeting protocols:

1. Approving the agenda
2. Using the consent agenda
3. Receiving and responding to public comment
4. Interacting with staff during the meeting
5. Board deliberations



Approving the agenda

The posted agenda is the board's plan for the meeting. While it is important to follow the order of the agenda sequence as much as possible, the board president may request that the board address an item out of sequence for sufficient cause. Some examples include:

- **Courtesy:** If a person were attending the board meeting to report to the board or to be acknowledged by the board, it would be courteous to schedule these items earlier in the meeting or to move them upon agreement by the board.
- **Cost:** Addressing legal matters early in the meeting in order to hold down legal costs would be a prudent decision.
- **Community interest:** If there is a large group in attendance that wants to comment on an issue scheduled for later in the meeting, take the matter up early. Don't keep people waiting unnecessarily.

Using the consent agenda

The consent agenda serves a vitally important function and is directly related to the element of focus. The purpose of the consent agenda is to give the board a tool for expediting the approval of district activity related to normal operations. CSBA's sample bylaw 9322 describes these as "items of a routine nature or items for which no board discussion is anticipated and for which the superintendent recommends approval." These can include such items as accepting donations to the district, credential waiver applications, granting leaves of absence, reassignments, resignations, and more.

The consent agenda is a good topic for exploring the balance of high trust and high accountability. The high trust part means that if board members trust the intentions and professional competence of the superintendent, then they can feel confident that items on the consent agenda are proper. The high accountability part permits board members to inquire about any consent item without implying mistrust in the superintendent. A board member might not recognize an item as being of "a routine nature" if they are new to the board and the item only comes up once a year.

Most board bylaws have a provision that permits any board member to remove an item from the consent agenda. However, this should not be done lightly. Board members must act in the manner that they feel is best, but they should also carefully discern whether removing the item from the consent agenda and requiring separate discussion or action is the best way for the board to utilize its time and energy. If a board member determines that there is sufficient reason to remove a consent item, it is recommended that he or she inform the superintendent and/or board president in advance.

References

CSBA Sample:

BB 9005 – Governance Standards | BB 9322 – Agenda/Meeting Materials

Receiving and responding to public comment

This is one of the most unpredictable aspects of board meetings. Who will want to address the board? What will they say? This is when the ability of the board president to respond to surprises, crowded rooms, strong emotions, and confusion with skill and grace can make or break a successful board meeting.

It's important to know the law and policy as it relates to public comment. While people have a right to speak, the board also has a right to control its meeting. Board presidents have the authority to determine whether a topic is appropriate or whether the topic should be addressed at a later time. Board presidents may also limit comments and remove disturbances from the boardroom if they interfere with the board's meeting. Not allowing people to talk is a delicate matter because the board president may be accused of interfering with a person's right to free speech. However, the board president will have to make quick judgments about how to best respond to various situations. The key is to ensure that speakers are not treated differently based on the content of their speech and that the board's rules regarding limits on public comment are applied consistently to all speakers.

Having clear protocols for this process can be a great support to board presidents. Using these protocols when the comments are polite and constructive may seem an unnecessary formality. But when many people wish to speak on an issue of deep concern, it is not the right time to establish or change board procedures for public comment since it may appear that the board is trying to control the content of public comment. The manner in which the board president presides over meetings, his or her ability to respond politely and appropriately to surprises, and the confidence and integrity he or she displays may be as important as any comment made.

Questions for the board to consider:

- How will the community know the board's process for public comment?
- Will the process be explained orally, in writing or both?
- How will the time limits be monitored and enforced?
- How will the president direct matters to the superintendent for follow up?
- Under what conditions will the president extend the allotted time for public comment?
- What language will the president use to stop inappropriate comment?
- Is the board prepared to adjourn the meeting if order cannot be maintained?

Interacting with staff at meetings

How board members interact with the staff that reports to the superintendent can have a strong impact on the efficiency of board meetings and staff. With regard to interacting with staff, the board should consult with the superintendent, who may have a particular style with which he or she is comfortable. In addition the superintendent may have already given staff direction in working with the board. The board will want to treat staff with respect, and demonstrate gratitude and support for their work. However the board will want to be careful in making comments that could be construed as giving direction to staff. The superintendent is the board's sole employee, whereas staff should receive direction from the superintendent.



Hypothetical situation: A board member responds to a staff report by saying, “This is great work. I think it would be a good idea for you to create a detailed report on attendance trends with comparative information from surrounding districts and the county for our next meeting.” In this example, a single board member has just given direction to staff which may be in conflict with direction given to staff by the superintendent. A protocol regarding board interaction with staff would guide board members to demonstrate appreciation for staff work, but to discuss with the board and superintendent any requests or suggestions for changes. When such a protocol exists, any board member can redirect the above comment by saying “I think we are operating outside our protocols.”

Questions for the board to consider:

- How will the board address the superintendent?
- How will the board address other members of staff?
- How will the governance team ensure that the board does not direct staff to take action?

Board deliberations

It is important for board members to have mutual understanding of the purpose of board discussion. Remember that board meetings are open to the public and the board wants to demonstrate to the community that it is fulfilling its governance responsibilities.

- **Provide guidance** | The board should ensure that proposed actions are consistent with district values, mission, vision and long-range priorities.
- **Provide oversight** | The board should ask questions that give staff the opportunity to demonstrate the district processes are effective, and the recommendations have a sound basis.
- **Provide support** | The board expresses interest in how this will affect staff and what the board will need to do to fully support the decision if implemented.
- **Provide fiscal responsibility** | The board ensures that recommendations are consistent with the adopted budget and that financial resources are aligned to goals.
- **Represent community perspectives** | Articulate a variety of viewpoints during deliberations and collectively work to ensure that a wide range of perspectives have been considered. How will this decision affect all students? What about minority students? Special education students? English language learners?

Questions for the board to consider:

- Is the board being intentional in representing various viewpoints in the discussion?
- Is a board member trying to win a debate or really understand another board member’s ideas?
- Is the board deliberating from a governance perspective: considering mission, values, vision, priorities, policy and budget?

How did the meeting go?

One of the most effective practices boards can use to improve their performance is to evaluate the meeting regularly. Spend a few minutes discussing which parts of the meeting were effective and which could be better. This needn’t be a long discussion, just honest and specific. Sample criteria are provided in Appendix C.

Minutes—The official record

Why are they called minutes? The word comes from the Latin *minutus* meaning ‘small.’ The term ‘minutes’ is not a reference to time, but to detail. The minutes are a record of the details of the meeting that precisely record board action. The accuracy is important. Minutes are legal documents and, in the event of litigation, are often subpoenaed. However, minutes need not record all that is said; that would be cumbersome. So what’s required?

- Education Code 35145 provides: “minutes shall be taken at all meetings recording all actions taken by the governing board. The minutes are public records and shall be available to the public.”
- Education Code Section 35163 requires every official action of the board to be affirmed by a formal vote of the members of the board and kept in a journal.

Closed meetings minutes are usually not kept. If the board or district is considering keeping minutes of closed meetings, district legal counsel should first be consulted. The determination of whether to keep closed session minutes is separate from the legal requirements under the Brown Act to report out in open session any action taken in closed session, which is reflected in the regular open session minutes.

CSBA sample bylaw 9324 recommends that the minutes include:

- Which members are present and whether a member is not present for part of the meeting due to late arrival and/or early departure.
- A brief summary of the board's discussion. (They shall not include a verbatim record of the board's discussion on each agenda topic or the names of board members who made specific points during the discussion. However, sometimes a board member may want his/her specific comments reflected in the minutes for public record. Note that the recording of the board meeting will have the verbatim record.)
- The specific language of each motion.
- The names of members who made and seconded the motion.
- The individual votes of each member, unless the action was unanimous. When a roll call vote is taken, the names and votes of each member shall be listed. Motions or resolutions shall be recorded as having passed or failed.
- The names of those individuals who comment during the meeting's public comment period, as well as the topics they address.

As the board secretary, the superintendent has the responsibility to prepare the minutes of the board meeting for review by the board. However, since the superintendent often has a large role to play at board meeting, the taking of minutes is often designated to another staff person dedicated to the task. These draft minutes are sent to each member, usually as part of the agenda packet for the board’s next meeting, so that each board member can review the minutes in advance.

At the meeting, one of first actions of the board is to approve the minutes from the prior meeting.



This is an action by the board affirming that the board's prior actions have been accurately recorded. The board may approve the minutes as circulated or approve them as amended, adopting the changes through a board vote. When the minutes are approved, the official copy of the minutes should be signed by either the secretary, clerk, or board president. A copy of the official minutes should be given or sent to each individual or organization that receives a copy of the agenda.

References

CSBA sample:

BB 9123 – Clerk | BB 9324 – Minutes and Recordings

Education Code: 35145, 35163

Government Code 54957.2

Summary

The board president and superintendent have special roles in the conduct of the meeting but need the full and active support of all board members. The president's duties require a unique set of skills, and the board should be thoughtful about the benefits of rotation and annual election for selecting the board president to ensure that the best person is selected for the job.

The governance team wants their meetings to be both effective and efficient. Values ensure that the conduct of the meeting communicates the district and board values that build the community's trust in the board and the district to operate in an honest and respectful manner. Focus ensures that boards are having the right conversations. Clear process helps boards facilitate those conversations in the appropriate manner. These procedures are the board's agreements that the president enforces in the conduct of board meetings. Minutes of open board meetings record the board's official actions and are public documents.

CHAPTER 4: MEETINGS FOR EVERY OCCASION

To develop the most effective board meeting practices, it is important to have a common understanding regarding the purpose of board meetings. The Brown Act defines a meeting as “whenever a majority of board members gather at the same time and place to hear, discuss, or deliberate upon any item within the subject matter jurisdiction of the board or district.” Applying this definition, a board meeting has two fundamental characteristics:

1. A board meeting involves a majority of board members, often referred to as a quorum.
2. The members “hear, discuss, or deliberate upon” district matters.

When and where to meet

When and for how long?

Generally, most school boards meet at least once a month, although many districts meet more often. The calendar of regular meetings is typically decided at the board’s annual organization meeting (see annual organization meeting below) when newly elected members, if any, take office. The law mandates boards to adopt a rule setting the time and place for regular meetings so this schedule should be reflected in the board’s bylaws (e.g., second Tuesday of each month). CSBA sample bylaw 9320 has template language that requires boards to specify when and where it will conduct regular meetings.

References

CSBA sample:

BB 9100 – Organization | BB 9320 – Meetings and Notices

Education Code 35141, 35143

Government Code 54952.2

Board members sometimes ask: “Are we meeting enough?” The better question may be: “Is the board getting its work done?” When board members say, “We just never seem to get around to the superintendent evaluation, it may indicate either that the board needs more meeting time to fulfill its governance responsibilities or that the board is not using the allotted time effectively.

But time itself should not be the metric for evaluating board performance. One can’t assume that if students have enough time in seats that learning has occurred. Accountability in student achievement requires a judgment based on outcomes. The same is also true for the board.

The board’s work requires clear thinking and focus. This can be difficult to sustain when meetings are protracted over several hours. But complex issues can take substantial time for board members to understand the issue, and for the board to understand the various perspectives of each member, as well as that of community members. Those conversations will take time. For this reason, boards need to be as efficient and effective as possible—wasting no time on routine matters so that they can focus their time and energy on the most urgent and important governance matters.



Where to meet

Education Code 35140 and Government Code 54954 mandate “the board to fix the time and place for its regular meetings by rule and regulation.” Usually, meetings are held at the district’s central office. Some districts rotate the location of the board meeting at various school sites within the district. For rural districts, there may be some limiting geographic considerations. For example, if the district is geographically large, some board members may have long drives to get to meetings. This can be compounded by local weather and driving conditions that can include snow. The board wants its meetings to be accessible to each of the board members and the public, as well as create conditions conducive to effective meetings.

Outside the district?

The law requires that meetings be held within district boundaries. However, there are a few special circumstances exist which allow the board to hold a meeting outside of the district. These reasons include, but are not limited to, meeting with elected officials, interviewing a potential employee from another district, or meeting with residents of another district regarding the board’s potential employment of an applicant for superintendent.

References

CSBA sample:
BB 9320 – Meetings and Notices
Education Code 35140
Government Code 54954

Annual organization meeting

Education Code 35143 requires all school boards to hold an annual organizational meeting within 15 days following the first Friday in December, which is the date that newly elected board members take office. The purpose of the meeting is to:

- Elect a president and other officers as needed
- Authorize signatures
- Develop a schedule of regular meetings for the year
- Develop a board calendar for the year

Selecting a president

Education Code 35022 requires any board with five or more members to elect a president from among its members. Once selected, the board as a whole must agree on what the board president's role is. Presidents have no individual authority other than that specifically granted under board bylaws or agreed upon by the board as a whole.

As long as a secret ballot is not used (prohibited by Government Code 54953), school boards in California are free to elect their officers using any appropriate process. The process is usually spelled out in a board's bylaws and changes in the process would likely require an amendment or suspension of a bylaw. Most school boards use one of two basic methods in selecting a president. Either the president is elected by a board vote, or the position is rotated among its members. The former can contribute to the leadership development of all board members. The latter can ensure that a highly effective president doesn't have to rotate out after just one year. The board presidency is a challenging and sometimes difficult job. To fulfill their duties, school board presidents need a wide range of leadership skills. Presidents must be able to manage a meeting, work diplomatically with members of the community, be articulate on district matters, and provide leadership to a group of individuals who bring multiple expectations and priorities to school board service.

References

Education Code 5017, 35022, 35143

Government Code 54953

Developing the meeting schedule and the governance calendar

Developing the regular meeting schedule is not difficult. When to set regular meetings will be informed by district need, board member availability and past practice. Developing the governance calendar is a more complex task because it does more than simply answer the question of when and where to meet. It answers a bigger question: "What major topics will we discuss at each meeting?" In other words, the governance calendar is the board's annual agenda. Seeing the board's work from an annual perspective gives all board members, both those just elected and continuing, an opportunity to have an equal understanding of the cycle of board activity and how it aligns with and supports district operations. By understanding which decisions have legally mandated deadlines, and which priorities the governance team has identified, the board can arrange its annual calendar of meetings to ensure that each meeting is focused on the most appropriate topics.



An orientation meeting

The organizational meeting is an important first meeting for newly elected board members. But often there is not sufficient time to fully orient new members to the work of the board. CSBA sample bylaw 9230 – Orientation provides guidance to boards on a process for orienting new board members. This orientation has a direct impact on the board’s effectiveness, which will depend on how well each board member understands the status and needs of the district and how the board works. If the items below cannot be discussed at the annual organizational meeting, the board should schedule one or more governance study sessions as soon as possible after the new board members have taken office. The sooner all board members have a clear, collective understanding of the issues, the sooner they can focus on governing the district. Without such clarity, these issues can become distractions that prevent the board from focusing on district improvement and student achievement.

To effectively orient new board members to the work of the board, the board should review the following concepts, and give new members an opportunity to ask questions and even suggest changes.

- Board bylaws and the Brown Act
- Governance agreements including but not limited to:
 - › Meeting procedures
 - › Agenda formation process
 - › Communication among board members
 - › Communication with the superintendent
- Board goals and board self-evaluation process
- Board development/practices and budget
- District long-range priorities
- District goals and success indicators
- Superintendent goals, success indicators and contract
- Superintendent evaluation timeline, process and instruments
- District budget

■ References

CSBA sample:

BB 9010 – Public Statements | BB 9100 – Organization | BB 9230 – Orientation

Government Code 54953

Education Code 35143

Types of meetings

Regular meetings

Regular meetings are where the board conducts a majority of its business. As its name implies, these meetings are held on a regularly-scheduled basis to support the operational needs of the district.

Posting requirements: Regular meeting agendas must be posted at an accessible place where members of the public, including district employees, can see it at least 72 hours prior to the regular meeting. Agendas must contain a brief, general description which provides sufficient detail for the public to ascertain the nature of the business to be conducted, though the description need not exceed 20 words.

Special meetings

A special meeting may be called when there is a need for the board to meet outside of the time specified for a regular meeting and/or when there is a need to meet with less than 72 hours notice. Like regular meetings, special meetings must be open and publicly noticed, though the time and location may differ from the board's regular meeting place and the room set-up may be more informal. The board may schedule special meetings for a variety of reasons. When special meetings are called, the superintendent and the president must distribute the agenda and support materials to board members as soon as possible, but according to law, at least 24 hours in advance of the meeting. The public must be allowed to attend any open session of a special meeting and must be provided an opportunity to comment on items on the special meeting agenda.

Special meetings: Study session

Study sessions give the board an opportunity to learn. They often include reporting from staff to receive more in-depth information on an important issue like the budget or special education. These matters are complex, and board members may need guidance from staff. Study sessions give board members an opportunity to learn without the pressure of making a decision, but the study session will certainly inform later decisions.

Special meetings: Discussion meetings

These meetings may involve staff at the discretion of the board, but typically they involve only the governance team—the board and the superintendent. As the name implies, a discussion meeting is an opportunity to reflect and learn from each other without the pressure of making a decision. It gives the governance team members the opportunity to think out loud, to share ideas with one another on one or more issues.

Just as study sessions give the board time to learn information, discussion meetings give the board time to process information, to interpret the data it has received, and to evaluate the information in light of district values, mission, vision and priorities.

Discussion meetings may also include board retreats for team-building conversations or matters that deal with the board's internal operations. These retreats can increase the board's effectiveness in governing the district by unifying the governance team through governance agreements that guide the board's operations. By achieving a high degree of clarity and mutual understanding on how the board functions, these concerns can be removed as barriers, and free the board to focus on its oversight responsibilities in service to the children of the district.



Service link: CSBA's Leadership Development department can provide experienced consultants who can offer skilled facilitation of board discussion meetings. Professional consultation and facilitation can allow the board president to participate fully and equally in the discussion, and ensure that board conversations are focused and productive.

Emergency meetings

The school board may convene a special meeting to respond to an emergency situation without complying with the 24-hour notice requirement for special meetings. Such meetings are covered by Government Code 54956.5. An emergency situation is defined as a work stoppage, a crippling disaster, dire emergency, mass destruction, terrorist act or other activity which severely impairs public health, safety or both as determined by a board majority.

Closed sessions

Note: Authorization for closed sessions is complex. Also, county boards have different requirements than school district boards for closed sessions. Check with legal counsel as appropriate.

A closed session may normally only be conducted during a regular or special meeting, when the meeting has been called with proper notification and properly agendized. However, in limited circumstances the board may hold a closed session during an emergency meeting (Government Code 54956.5).

Prior to any closed session, the board must disclose in open session the items to be discussed in the closed session, which usually includes citing the legal authority under which the closed session is held, and must allow the public to comment on the issues that the board will be discussing in the closed session. In the closed session, the board may consider only those matters covered in the statement and on the agenda.

The board president has the responsibility to preside over the closed session, but all board members share the responsibility of ensuring that the discussion remains focused on only those items listed on the agenda that meet the requirements of law for the closed session. Once the closed session is over, the board must return to open session to adjourn and announce certain actions taken in closed session (Government Code 54957.1).

Public hearings

School boards hold public hearings in order to learn public opinion about a matter the board may take action on, or when issues are particularly sensitive or may create public controversy. In addition, public hearings may be required for certain legal issues and must follow special rules about public testimony and public notice. Members of the board generally don't comment during public hearings, but rather listen to speakers' views on the issue. If members of the public offer erroneous information as fact, the board or staff can offer clarification after the public comment session is closed, but should not engage the speaker in discussion of the issue.

■ References

CSBA sample:

BB 9320 – Meetings and Notices | BB 9321 – Closed Session Purposes and Agendas

BB 9321.1 – Closed Session Actions and Reports

Government Code 54954.2, 54956, 54956.5, 54957.1

Education Code 35145

Board committees

Board committees—should we or shouldn't we? There are legal considerations. Committees constituted by the board may be subject to open meeting laws. CSBA sample bylaw 9130 – Board committees offer guidance on the conditions under which the open meeting law applies to board committees. However, these requirements are no more burdensome than those that apply to board meetings in general, and the benefits could be great.

If the board does establish committees, the board should clarify in writing;

- The charge of the committee
- The scope of the committee's work and responsibilities
- The membership of the committee
- The role of board members appointed to the committee
- The role of board members who attend committee meetings, but are not appointed to serve on the committee (legal rules may apply depending on if the committee is standing or advisory and the number of board members on the committee).

Doug Eadie, president and CEO of Doug Eadie & Company, Inc, in *Five Habits of High Impact School Boards* (NSBA, 2005), argues that effective board committees can serve as a powerful governance tool for school boards. They can assist the board by accomplishing much of the preparatory work necessary before a matter is considered by the full board, strengthen the board-superintendent-executive team partnership by providing a forum for intensive interaction, and create ownership among board members for important recommendations to the board. Eadie notes two examples that are aligned with two of the board's key responsibilities: planning (setting the direction) and monitoring (accountability). By working out details in advance and providing for public comment at the committee level, committee work can provide the full board with well-prepared recommendations that already have the benefit of public input.

If boards create standing committees, these committees will operate most effectively if, according to Eadie:

- Each trustee serves on a committee
- The committee is the only path to the board agenda for matters within the committee's purview
- Committee reports at board meetings are made by the trustee(s) serving on the committee
- The superintendent appoints district personnel to staff the committee



Mark Van Clay and Perry Soldwedel (*The School Board Fieldbook: Leading with Vision*, 2009) offer a compelling counterpoint to the benefits of board committees. Committees create conditions in which some board members have more information than others, which can be a trust challenge. In addition, with access to more information and expertise in specific areas, there can be a stronger tendency for committee members to begin to micromanage. This can also result in the board abdicating its responsibilities to the subcommittee. Perhaps most importantly, board committees may require significant staff time and support to prepare for committee meetings.

Boards should work with the superintendent to determine which committee structures can best support the district given district priorities, board and superintendent goals, staff capacity to support the committees, and the relative involvement of other stakeholders to strengthen the board's work.

■ **References**

CSBA sample:
BB 9130 – Board Committees

Summary

The law provides for a variety of meetings that may be called by the board, and district staff will be the best resource for board members in learning more about the types of meetings and their specific purposes. There are two areas in which boards can dramatically increase their effectiveness. First, an annual orientation meeting is an important first step in orienting new board members and allowing the board to step back from regular business to review the details of their governance process. Second, boards can use discussion meetings throughout the year to discuss governance issues, addressing concerns as they arise to keep the board focused on district issues. The board and the superintendent can determine whether the use of board committees can assist the board in its work.

FINAL THOUGHTS

The preceding chapters have discussed the purpose of meetings, the open meeting laws, the types of meetings, preparing for meetings and the conduct of meetings. There is a lot to learn in the details. But the overarching ideas that are at the heart of great meetings are easy to remember.

1. **Get together.** Orient new board members to the work of the board and to the established governance agreements regarding the conduct of board meetings.
2. **Get connected to values.** Remember that a board member's demeanor and behavior is an expression of community and district values. They are as important as any decision the board may make.
3. **Get talented leadership.** Be thoughtful about how the board can leverage the skills of board members and how the duties of the president can best be achieved.
4. **Get focus.** Engage in a cyclical process of setting district priorities and goals that will drive the board's annual agenda, and ensure the process for developing the regular meeting agenda is clear.
5. **Get ready.** Prepare for meetings in advance.
6. **Get analytical.** Evaluate the effectiveness and success of board meetings at the end of every meeting. This doesn't have to be a long process. Just be honest and constructive—point out the good and the unfortunate.

CSBA is committed to helping governance teams be as effective as possible. Ensuring that board meetings are well run is a cornerstone of board effectiveness. This book is intended to help board members do that, but reading this book alone won't lead to great meetings. By developing, implementing and evaluating local meeting procedures collaboratively with the full board and superintendent, board members will achieve the goal of effective meetings. Use this book to begin and sustain those conversations and agreements.

Have a great meeting.



APPENDIX A: MEETING PREPARATION CHECKLIST

Location and public access

- Are notices and agendas of your meetings properly posted?
- Are all members of the public, especially those involved or interested in agenda items, invited to attend your meetings and made to feel welcome?
- Are reporters briefed about what will happen at the meeting?
- Has adequate parking and security been provided for vehicles of all those who attend board meetings?
- Are your meetings held in pleasant and comfortable surroundings which are conducive to effective communication and decision-making?

The agenda

- Has the district established a policy and procedure by which board members, school staff, citizens and others can request that a matter be placed on a board agenda?
- Has the board adopted a procedure for setting the agenda and seeing that backup reports and briefings are prepared?
- Do the board president and superintendent discuss agenda items and other business, and try to anticipate any problems that might occur?
- Do meeting agendas reference district goals?
- Does the superintendent specify in advance those items for which he or she has a recommended action? Are these accompanied by the recommendations, a list of pros and cons, and alternatives when feasible?
- If the board has committees, are committee reports or minutes distributed to all members of the board with the agenda materials?

Superintendent's responsibilities

- Do staff members understand which matters need to be brought to a scheduled meeting and which do not?
- Does the superintendent invite staff or specialists to board meetings to supply backup advice and knowledge on recommended proposals?

Board members

- Do board members review agenda materials in advance?
- Do board members get questions answered in advance to the extent possible?



APPENDIX B: PREPARING THE BOARD ROOM CHECKLIST

People need to be seen and heard

- Governance team members should be seated so that they can see each other easily.
- Many boards find it helpful to have the board president and superintendent seated next to each other so that they can assist one another in the conduct of the meeting.
- Identify board members and the superintendent with name placards that can be seen by the audience.
- The podium should be positioned so that the board and the audience can see and hear the speaker.
- Staff should be seated in one area in the audience, preferably in close proximity to the board table for ease of communication.
- Make arrangements to seat members of the press where they have good audio and visual contact with the audience, the board and speakers.
- Install microphones and amplification equipment to ensure that everyone can hear the discussion, and those addressing the board.

People need to be comfortable

- Do district employees or board members greet community members?
- Is the room well lit?
- Is the room air conditioned or well ventilated?
- Are chairs reasonably comfortable?

People need to be informed

- Is the process for how community members submit requests for agenda items easy to find and understand?
- Prior to the meeting, is it easy for community members to request and receive meeting materials?
- At the meeting, are meeting materials available in an area that will not disrupt the meeting?
- Does the district provide community members with material that explains who the board members are and how the board meeting works?
- Are there clear guidelines for how members of the public can address the board?

APPENDIX C: MEETING EVALUATION CRITERIA

Focused

- Are board discussions related to board and district priorities?
- Are board discussions confined to the issue on the floor, and are non-pertinent discussions avoided?
- Does the board president clarify or explain each item?
- Are policy issues—rather than day-to-day management issues—discussed?
- Are all board members provided an opportunity to express their views on issues?

Effective

- Do board members come to meetings prepared, having read the agenda and, to the extent possible, having called the superintendent or staff for clarification of any issues prior to the meeting?
- Are issues before the board resolved unless postponed, committed or tabled pending further study?

Efficient

- Does the board use a consent agenda to quickly address routine items?
- During the meeting, does the board president pay attention to the clock so that adequate time can be devoted to important matters?
- Are speaking privileges granted through recognition by the board president?
- During the meeting, is only one person permitted to speak at a time?
- Is the board president adept at summarizing arguments before bringing matters to a vote?
- Do meetings end at a reasonable time?

