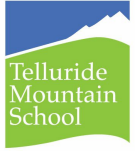




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ACIS Leadership Conference

Governance Trends & Tools

October 14, 2022

Megan Mann

NAIS

General Counsel, VP - Legal Education & Support



NAIS Legal Education & Support

- **Webinars:** Join the legal team & guests the first Tuesday of every month for our Trend Report series
 - *Next up: November 1 at 1:00 pm Eastern (Communications during election season)*
- **Written Resources:** the Bulletin (Legal News You Can Use, Legal Tip of the Week), and additional resources on the website under the “Learn” tab

Today

~ A deep-dive into three trending subjects:

- 1. Board education**
- 2. Head of school contracts**
- 3. Bylaws and committees**

- Discuss tools to support you work in these areas
- Scenario work

~ High level review of additional trends and tools

Feel free to ask questions, share strategies, and comment throughout!

Board Education - From the Start!

- **Onboarding**
 - Orientation
 - Standardize it!
 - Slide deck - what other tools/resources?

Board Education - Keep It Going!

- **Ongoing**

- Create a roadmap
- Who are your partners along the way?
 - Consultants, others
 - Consider your fiduciary responsibilities
- Carve out time at every board meeting for an educational interaction.
 - Hypos, scenarios, table-top exercises - call them what you want, but do them! Thinking about hypothetical situations now helps us more effectively and efficiently process real ones later.

Scenarios Workbook Pages 2, 3, 6, 15, 20-21, 23

Understanding the Board's Role Supporting *Great Governance* Thinking Through Communications Styles



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Nothing herein constitutes legal advice.*

Head of School Employment Agreements

- Timing
- Who is involved?
- Who has a lawyer?
 - Who is paying?
- Benchmarking
- Do both parties understand the terms, especially separation?

Scenarios Workbook Pages 2, 3, 6, 15, 20-21, 23

Understanding the Board's Role Supporting *Great Governance* Thinking Through Communications Styles

Bylaws (and Committees)

- Review bylaws every 3-5 years - don't wait until you are in trouble
- Expect it to take a year
- Cut the fat - this needs to last 3-5 years
- Modernize - where & how you can you meet
- Don't put your charters in your bylaws - but do have charters

Bylaws (and Committees)

- What committees do you need; what task forces?
- Do you know committees' "to-do's" every year?
 - Consider the charter
- Goals v. tasks
- Are they in alignment with overall board goals?
 - Committee goals should roll up to the board goals & the board should be focused on the strategic plan of the school (or strategic vision or roadmap - a plan for the future)
 - Allows boards to have generative conversations about committees and trustees are doing

Scenarios Workbook Pages 2, 3, 6, 15, 20-21, 23

Understanding the Board's Role Supporting *Great Governance* Thinking Through Communications Styles



Miscellaneous Trending Topics

- Parents wanting to volunteer
- Misunderstanding of policies
- Misunderstanding of nondiscrimination statement
- Board size
- Who is on the board?
- Consent agendas
- Confidentiality
 - Town hall requests

What about you? Any other challenges are you facing or trends you are seeing?

Questions?
Anything you want to discuss more?

**Thank you for your time today *and* your service to
the independent school community!**

Megan Mann
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NAIS Featured Resources

October 2022



Don't miss these NEW resources!



ATTEND: 2022 NAIS People of Color Conference, 11/30–12/03, San Antonio. pocc.nais.org



READ: Fall 2022 Issue of *Independent School Magazine: What's Ahead for the Market?* nais.org/magazine/independent-school



LISTEN: New View EDU podcast, season 3 out now!
nais.org/learn/nais-podcasts/