EFFECTIVE BOARD GOVERNANCE IN INDEPENDENT SCHOOLS

CAPSTONE PROJECT

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Executive Summary

The National Association for Independent Schools or NAIS is a non-profit membership association headquartered in Washington D.C. that specifically serves schools and associations of schools across the United States and abroad. NAIS maintains an historical database on issues impacting independent schools and conducts research relevant to the independent school community annually, disseminating this knowledge to its members.

NAIS has discovered that some of its member schools struggle to create and maintain an effective Board of Trustees within their respective communities (Torres et al., 2018). NAIS would like additional research to further elucidate what is needed for boards of trustees at independent schools to be the most efficient for the communities they serve. This study seeks to explore and describe the necessary skills, competencies, and responsibilities that independent school boards need to be effective and ultimately fulfill the school mission. This will be accomplished through the use of mixed methods via online surveys and interviews with School Heads and Board Chairs. My research questions for this study are as follows:

1. How do NAIS member school leaders and board chairs describe what it means to have an effective independent school board?

2. What do NAIS member school leaders and board chairs describe as the skills and capabilities needed for members of the board to successfully fulfill their roles?

3. What are the current successes and challenges facing member schools related to creating and maintaining an effective independent school board?

4. What are strategies member schools are using to develop and maintain an effective independent school board?

    a. What are current member practices related to recruiting and selecting members to join the Board of Trustees?

Key Findings

Finding 1: Effective Boards Understand the Role of the Board
Finding 2: Effective Boards are Diverse
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| Recommendation 4: School Boards Must Take Time to Educate Themselves |
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| Recommendation 6: School Boards Should Vet Potential Trustees |

Introduction & Problem of Practice

The National Association for Independent Schools (NAIS) is a non-profit membership association that specifically serves schools and associations of schools across the United States and abroad. Headquartered in Washington, D.C., NAIS is a direct result of the merger between the Independent Schools Education Board (ISEB) and the National Council of Independent Schools (NCIS) in 1962. NAIS maintains an historical database on issues impacting independent schools and conducts research relevant to the independent school community annually, disseminating this knowledge to its members. Donna Orem currently serves as President.

For the past two decades, NAIS has been conducting research to better understand independent school board governance. These studies are produced every six years beginning in 2006 and have been designed to explore and describe the state of board governance at independent schools nationally, highlighting key trends and best practices. Through this research, NAIS has discovered that some of its member schools struggle to create and maintain an effective Board of Trustees within their respective communities (Torres et al., 2018). To continue to deepen understanding in this focus area, NAIS would like additional research to further elucidate what is needed for boards of trustees at independent schools to be the most efficient for the communities they serve. This study ultimately seeks to explore and describe the necessary skills, competencies, and responsibilities that independent school boards need to be effective and ultimately fulfill the school mission.

The most recent board governance study conducted by NAIS in 2018 revealed a significant increase in dissatisfaction among Heads of School in board effectiveness from 2012 to 2018. Figure 1 below shows that in 2012, 30% of School Heads viewed their board as somewhat or not very effective. The number of dissatisfied School Heads then increased to 40% by 2018.

Figure 1: Effectiveness of Boards of Trustees in Addressing Key Issues (2012 vs. 2018)
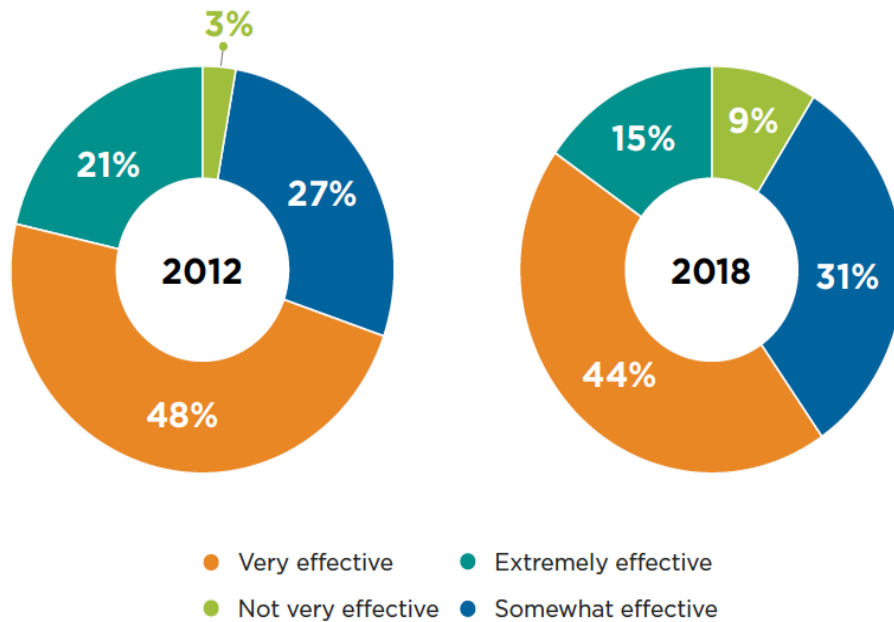
To better understand how schools can create and maintain an effective Board of Trustees, I explored peer reviewed and grey literature on effective board governance in the non-profit, corporate, and independent school settings. Through a comprehensive literature review, I first documented what is known about the skills and competencies needed for effective board governance – with a particular focus on independent school board governance – and I identified some key challenges facing boards, as well as research-based strategies to address common challenges. Second, I explored board management successes and challenges facing NAIS member schools and highlighted strategies and practices that contribute to effective governance. For the purposes of this study, I employed mixed methods for data collection and analysis to better understand what constitutes effective board governance in independent schools.

Organizational Context

The National Association of Independent Schools (NAIS) serves over 1,900 independent schools and associations of schools worldwide with 1,600 independent schools located in the United States. NAIS serves its members by providing analysis of research and trends, guidance on leadership and governance, as well as professional development for educators. NAIS member schools vary in their composition serving grade levels that range from PK-12th Grade and individual schools choose to identify as single gender, co-educational, boarding, day, religiously affiliated and/or secular.

Founded in 1962, NAIS is governed by a 19-person board of trustees comprised of leaders from member schools and other educational, non-profit organizations. NAIS is currently composed of approximately 52 employees spread across 15 different departments with staff members focused on such areas as research, data and analysis for independent school leadership as well as diversity, equity, inclusion and justice. The key stakeholders for this study are Amada Torres, Vice-President for Studies, Insights, and Research at NAIS, as well as a selection of the approximately 1,600 NAIS member schools from which data was collected.

NAIS has a clearly articulated mission, vision and set of core values that guide its work (see Figure 2). The mission of NAIS is to co-create the future of education by uniting and empowering our community. This is done through thought leadership, research, creation and curation of resources, and direct collaboration with education leaders (NAIS, n.d.). The vision of NAIS is one where all learners find pathways to success through the independence, innovation, and diversity of our schools, creating a more equitable world (NAIS, n.d.). My research conducted for this Capstone project supports the goals of NAIS by providing current, relevant data on members' experiences related to board effectiveness.

Independent schools are non-profit educational institutions with self-governing missions overseen by a Board of Trustees. Contrary to public and charter schools, independent schools do not routinely receive government funding and are instead supported annually through tuition and fees, charitable contributions and ancillary income. Independent schools can be religiously affiliated, co-educational, single-sex, nonsectarian, day and/or boarding in composition.

Figure 2: NAIS 5 Core Values
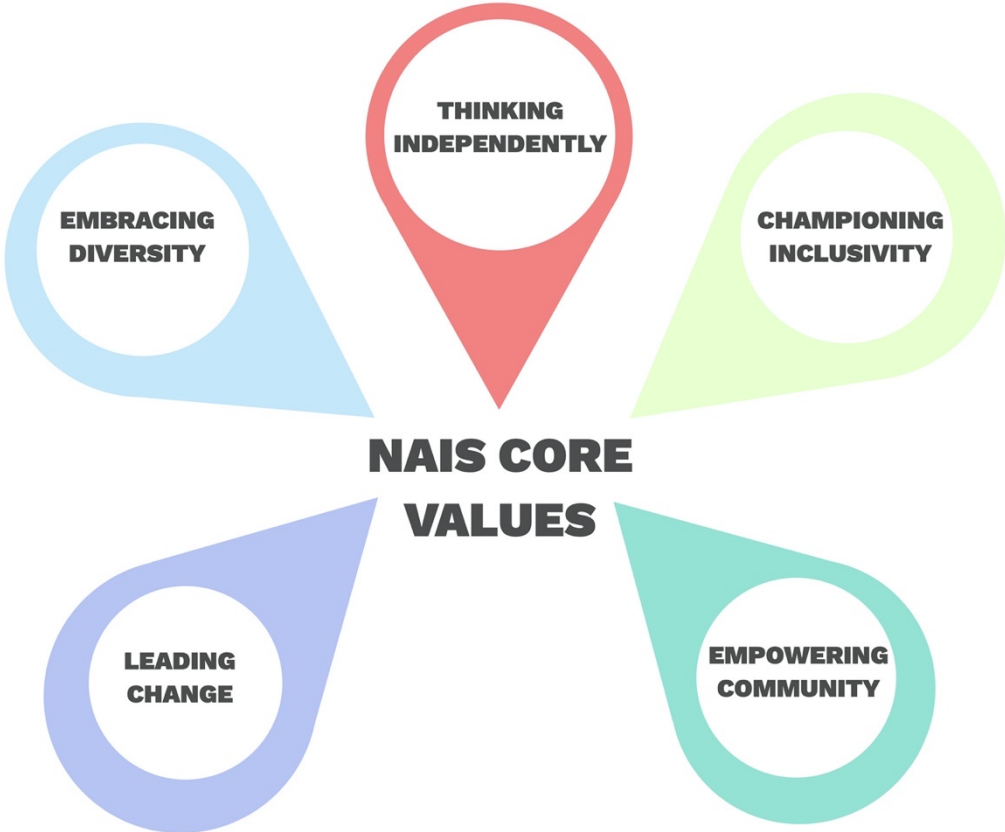
NAIS has identified twelve Principles of Good Practice (PGP) that outline high standards for independent school boards to adhere to, along with appropriate ethical behavior for those individuals agreeing to serve on boards. Schools understand that adherence to the PGP is a condition of membership with NAIS. The Principles of Good Practice for Boards of Trustees are as follows:

1. The board adopts a clear statement of the school's mission, vision, and strategic goals and establishes policies and plans consistent with this statement.

2. The board reviews and maintains appropriate bylaws that conform to legal requirements, including duties of loyalty, obedience, and care.

3. The board assures that the school and the board operate in compliance with applicable laws and regulations, minimizing exposure to legal action. The board creates a conflict of interest policy that is reviewed with, and signed by, individual trustees annually.

4. The board accepts accountability for both the financial stability and the financial future of the institution, engaging in strategic financial planning, assuming primary responsibility for the preservation of capital assets and endowments, overseeing operating budgets, and participating actively in fundraising.

5. The board selects, supports, nurtures, evaluates, and sets appropriate compensation for the head of school.

6. The board recognizes that its primary work and focus are long range and strategic.

7. The board undertakes formal strategic planning on a periodic basis, sets annual goals related to the plan, and conducts annual written evaluations for the school, head of school, and the board itself.

8. The board keeps full and accurate records of its meetings, committees, and policies and communicates its decisions widely, while keeping its deliberations confidential.

9. Board composition reflects the strategic expertise, resources, and perspectives (past, present, and future) needed to achieve the mission and strategic objectives of the school.

10. The board works to ensure all its members are actively involved in the work of the board and its committees.

11. As leader of the school community, the board engages proactively with the head of school in cultivating and maintaining good relations with school constituents as well as the broader community and exhibits best practices relevant to equity and justice.

12. The board is committed to a program of professional development that includes annual new trustee orientation, ongoing trustee education and evaluation, and board leadership succession planning.

Literature Review

Much of the existing peer-reviewed and grey literature on effective board governance focuses on corporate boards with limited research on non-profit board governance. Research that specifically highlights independent school board governance is even more scarce. For the purpose of this exploratory and descriptive study, I reviewed literature on corporate governance, non-profit governance and independent school board governance.

WHAT IS EFFECTIVE BOARD GOVERNANCE?

The existing literature on board governance places a spotlight on the board's fiduciary role in planning for the long-term sustainability of the organization and providing high-level guidance to executive leadership (Chait, Ryan & Taylor, 2005). This focus on stewarding the organization is seen as the primary and most important role a Board of Trustees has if it is to be effective. The existing research indicates that effective boards must stay focused on monitoring the organization as a whole with a sharp eye on an organization's long-term strategy with a forward-looking outlook (Klarner et al., 2021; Bhagat & Kehoe, 2014). Furthermore, effective boards must keep an eye on matters of compliance, staying clear of taking on the role of micromanager, allowing executive leadership to handle the day to day running of the organization (Chait, Ryan & Taylor, 2005; Lorsch & Clark, 2008; McCormick et al., 2006; Boardsource, 2021).

Chait, Ryan and Taylor (2005) determined three modes of governance that contribute to effective board governance: the fiduciary mode, the strategic mode, and the generative mode. The fiduciary mode refers to when boards focus their attention on being stewards of an organization's tangible assets. The strategic mode refers to the partnership that a Board of Trustees creates with executive management to monitor organizational performance in accordance with strategic planning. In the independent school context, this would refer to the partnership forged between the Board of

Trustees and the Head of School. There is widespread consensus that a good working relationship between the Board of Trustees and Head of School is extremely important for effective governance and this entails a positive relationship characterized by respect, trust, confidence, support and open communication, where each entity understands their specific roles (McCormick et al., 2006; Klarner et al., 2021; BoardSource, 2021). Lastly, the generative mode refers to a board's use of sensemaking in deciding what it should think about and focus its attention on, what it means, and what exactly it should do about it (Chait et al., 2005).

A McKinsey & Company survey of public and private companies finds that effective boards actively seek to remove biases from their decision making and are more forward looking in terms of strategy, investing more of their time into strategic planning (Bhagat & Kehoe, 2014). Similarly, effective non-profit boards and independent school boards in particular should seek to prioritize their focus primarily on the mission, strategic direction of the organization, and financial oversight (BoardSource, 2021).

Effective boards are ones that perform annual audits or periodic reviews of board procedures and maintain clear and structured meeting practices (Herman et al., 1997; Torres et al., 2018). They take into consideration the overall size of the board each year, the number of sub-committees in operation, the amount of time that members have to devote to their roles, along with the individual skills and experiences that members bring to those roles (Cornforth, 2001; Torres et al., 2018). Effective boards also focus their attention on the careful selection of individual trustee members with the necessary skills and capabilities to effectively fulfill their governance responsibilities (Klarner et al., 2021; BoardSource, 2021). Having the right people on boards and board committees determines whether boards have a positive impact on the organization or not. The individuals who serve on the board should reflect an organization's values and beliefs and these members should ideally hold some connection to the community that they serve. When selecting

new members to join the board, passion for the organization's mission, desired skills, reputation and/or networks within the community are cited as the top priorities in board recruitment (BoardSource, 2021).

FOCUS ON MISSION, RESPONSIBILITY & STRATEGY

Boards of Trustees at independent schools have a clear set of responsibilities and these include determining the school's overall mission and purpose, selecting, supporting, and evaluating a Head of School, determining the strategic direction of the school, as well as evaluating and seeking to optimize its own performance (McCormick et al., 2006; BoardSource, 2021; Brown, 2005; Crittenden, 2017). In addition, the Board of Trustees must safeguard the probity and careful management of the school's resources, present a positive image of the school, ensure that programs offered by the school are in line with the overall mission and that these programs are conducted effectively (McCormick et al., 2006).

Herman et al. (1997) posit that boards of non-profit organizations in the United States hold responsibility by law for the affairs and conduct of the organization. Thus, non-profit organizations – such as independent schools – hold legal and moral duties over an organization's mission, programs, financing and management of work. Furthermore, researchers agree that boards provide advice on strategic matters and serve a monitoring and accountability function, actively linking decision making to the overall mission (Brown, 2005; Klarner et al., 2021). In addition, the board's role is to also provide resources to the organization (Brown, 2005; Miller & Del Carmen Triana, 2009). These resources that board members provide can be tangible in the form of financial investment or they can be intangible in the form of knowledge and ideas, all in support of the organization's mission.

NAIS RESEARCH ON BOARD GOVERNANCE

NAIS has conducted several studies over the last two decades to better understand board practices across NAIS member schools. A survey of School Heads and Board Chairs in the 2018 NAIS Governance Study revealed that the top two responsibilities of the Board of Trustees are to ensure the financial sustainability of the school and to think strategically as a board. Day to day management issues typically fall under the responsibility of the Head of School. While some School Heads and Board Chairs are very satisfied with the performance of their Board of Trustees, others see room for improvement on thinking strategically as a board, increasing fundraising on behalf of the school in remaining financially sustainable as well as increasing board diversity to reflect the ethnic and racial composition of the student population (Torres et al., 2018).

With regards to recruitment, NAIS finds that effective boards organize a formal onboarding program for new members that allows for deeper discussion of a school's history, mission, and culture as new trustees are adjusting to their roles. Boards with higher levels of effectiveness take the time to ensure that new members are accultured and socialized within the organization. Therefore, NAIS advises boards to discuss board culture along with the behaviors and characteristics that are expected of members once they are appointed. Furthermore, effective boards take the time to participate in ongoing professional development and assess their practices and performance continually through the use of evaluation tools for both individual and group evaluation. (Torres et al., 2018).

DIVERSITY MATTERS

Diversity is broadly defined as heterogeneity in cultural background, ethnicity, gender, race, sexual orientation, as well as other attributes (Galinsky et al., 2015). A number of existing research studies highlight the empirical need for diversity in board governance for better organizational outcomes (Rhode & Packel, 2014; Galinsky et al., 2015; Buse et al., 2016; Miller & Del Carmen

Triana, 2009; Hillman et al., 2002; Hillman et al., 2015). These studies have found that diversity

allows for better decision making and innovation. Diversity essentially has the potential to create

conflict in group settings, which then leads to innovative ideas (Hillman, 2015; Galinsky et al., 2015;

Miller & Del Carmen Triana, 2009). The broad array of perspectives that diversity brings to group

decision making also helps boards avoid groupthink, status quo bias, and other group-based decision

biases (Hillman, 2015).

Research shows that diverse or heterogenous groups are less likely to take extreme positions

and are more likely to engage in higher-quality analysis; by contrast homogenous groups run the risk

of narrow mindedness and groupthink through misplaced comfort and overconfidence (Rhode &

Packel, 2014). Boards that are simply homogeneous in nature are therefore, far less likely to be

effective (Rhode & Packel, 2014; Galinsky et al., 2015; Buse et al., 2016; Miller & Del Carmen

Triana, 2009; Hillman et al., 2002; Hillman et al., 2015).

U.S. Census Data from 2018 indicates that children of color now comprise the majority of

the U.S. school-age population under 15 and one in three students attending NAIS member schools

(NAIS, 2020). To be effective, boards need to adopt policies and practices that include diversity

statements, diversity policies, committees or taskforces dedicated to diversity and inclusion, diversity

training for members of the board, and integration of diversity into the organization's core mission

and values (Buse et al., 2016). The existing literature shows that tokenism and unconscious bias are

all too common in organizational settings and on boards. Organizations that maintain a diverse

Board of Trustees send a positive message of inclusion to how a board and more broadly – how an

organization – is perceived publicly (Miller & Del Carmen Triana, 2009). Truly diverse boards in

gender, race/ethnicity and core competencies enhance decision making and avoid the detrimental

effects of groupthink (Rhode & Packel, 2014). Furthermore, researchers find that diversity within

organizations and on boards is even more vital to maintain when policies and decisions made affect

diverse populations, which is often the case in independent schools (NAIS, 2020).

The Conceptual Framework

For this study, I have adapted the Capability Based View of Board Governance from the work of Klarner, Yoshikawa and Hitt (2021) by adding a component of board diversity to better understand what constitutes effective board governance (see Figure 3). The Capability Based View of Board Governance provides a framework for understanding how to develop an effective Board of Trustees with the necessary capabilities to serve the primary functions of monitoring and providing advice that ultimately drives strategy and organizational effectiveness.
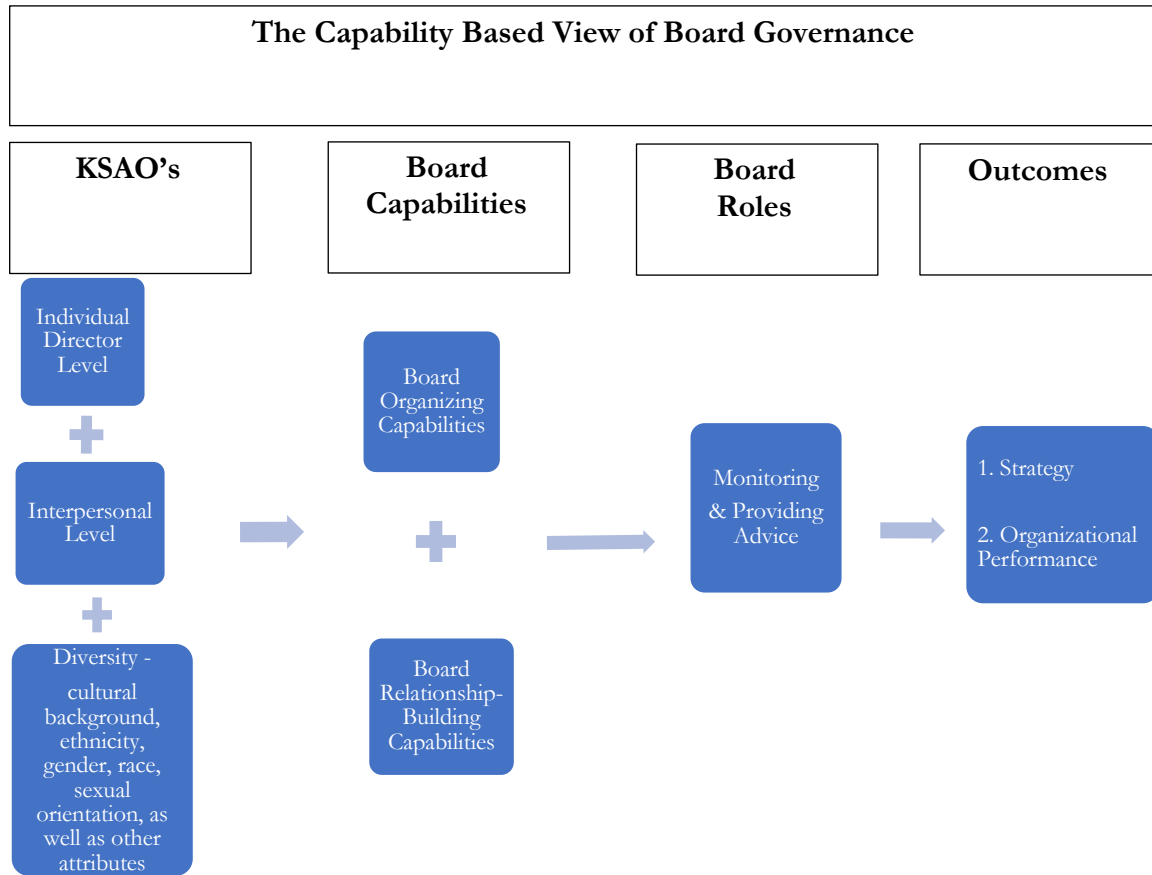
The framework begins with understanding Knowledge, Skills, Abilities and Other Characteristics (KSAO) at the individual director level and interpersonal level. At the individual director level, every member of the board is expected to possess KSAO's to perform the necessary tasks assigned. Members of the board who lack task-specific KSAO's, may not completely understand strategic decisions that are made as well as opportunities and threats impacting the organization. Interpersonal skills are an important component of the framework at this level as well. The effectiveness of the board improves when individual members possess such qualities as adaptability to tasks and situations, shared situational awareness, performance monitoring and feedback, leadership or team management, interpersonal relations, coordination, communication, and decision making (Klarner et al., 2021). I also incorporate diversity into the adapted framework as the existing literature on board governance stresses the importance of diversity within the boardroom. These three levels of KSAO's are then coupled with board organizing capabilities and board relationship building capabilities.

Board organizing capabilities refers to the process boards use to assign individual trustees to specific committees and tasks (Klarner et al., 2021). An effective board must be able to organize itself and accomplish tasks in smaller teams or subcommittees that require a limited number of

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trustees in addition to working as a larger, cohesive unit where all members make decisions and accomplish tasks together. Additionally, individual members of the board should possess board relationship building capabilities as well, which refers to facilitating good working relationships among directors, executives, employees and other stakeholders relevant for the governing of strategic activities. Members of the board must maintain excellent rapport with other trustees in order to exchange information and share knowledge that helps their team manage assigned tasks effectively (Klarner et al., 2015). These are the key elements of the existing framework that I am using to inform my understanding of what constitutes effective governance. When the various KSAO's and Capabilities are combined, they allow the board to focus on its key roles of monitoring the overall health of the organization and providing advice to executive leadership, which thereby drives strategy and organizational performance.

The conceptual framework I selected is useful for this particular study as it delineates and provides insight into the necessary hard and soft skills effective boards need from members and should be expected to bring to the table in order to support the board in addressing key issues impacting the organization. This Capability Based View of Board Governance served as the foundation for the development of my research questions as well as my interview questions.

Figure 3: The Capability-Based View of Board Governance

The Capability Based View of Board Governance

| KSAO's | Board Capabilities | Board Roles | Outcomes |

Individual Director Level

+

Interpersonal Level

+

Diversity - cultural background, ethnicity, gender, race, sexual orientation, as well as other attributes

Board Organizing Capabilities

+

Board Relationship-Building Capabilities

Monitoring & Providing Advice

1. Strategy

2. Organizational Performance

Project Design: Data Collection

I employed mixed methods via electronic surveys and telephone interviews to collect data for my study on effective board governance. I designed two surveys: one tailored specifically for Heads of School and the other tailored for Board Chairs. NAIS disseminated the surveys to a random sample of Heads of School and Board Chairs through the use of Survey Monkey at the start of the 2021-2022 academic year in September 2021. NAIS elected to disseminate both surveys on its own to increase the likelihood of attaining a high response rate. NAIS launched the Head of School survey on Board Effectiveness on September 1st and disseminated it to a sample of 304 Heads of School. The Head of School survey remained open for thirty days and closed on October 1st with 78 complete responses (all questions answered) and 10 partial responses, representing a 30.2% response rate.

I find it important to note that there were two other Capstone teams conducting surveys at that time in addition to the usual NAIS communications sent throughout the year to member schools, which created the need to sample the population of schools. NAIS relied on sampling as opposed to surveying the entire population of NAIS schools to avoid survey fatigue.

NAIS launched the Board Chair survey on September 9th by sending the survey to the same sample of Heads of School and asking them to forward the survey to their Board Chair. The reason the survey was disseminated in this way is because NAIS does not maintain a database of contact information for Trustees. The Board Chair survey closed on October 1st with 52 complete responses, representing a 17.8% response rate.

The survey questions I developed were similar in design to those used in previous research studies produced by NAIS. The questions were mostly closed-ended with some organized according to a 5-point Likert scale ranging from "extremely important" at the higher end of the

spectrum to "not at all important" at the lower end, or "extremely satisfied" to "not at all satisfied" (see Appendix A & B).

I relied on available subjects to conduct qualitative interviews. I identified respondents who checked yes to agreeing to be interviewed on the surveys disseminated in September 2021. In April 2022, I contacted School Heads and Board Chairs who agreed to be interviewed in the initial survey via email and invited them to interview via telephone. I informed the school leaders who elected to participate in these one-on-one interviews that they would be recorded and their responses would remain anonymous for the purposes of this study (see Appendix C & D for interview questions). The interviews served the purpose of delving deeper into understanding how Heads of School and Board Chairs describe effective board governance for their individual schools. Research indicates how intertwined these two roles are in actually leading schools. In some cases, the Head of School may even hold an ex-officio role on the Board of Trustees (Torres et al., 2018). After contacting respondents who agreed to be interviewed, I was able to schedule a total of four interviews in April 2022. Due to the availability of respondents, I interviewed 3 current Heads of School and 1 current Board Chair.

Project Design: Data Analysis

I analyzed the data from the Head of School survey and Board Chair survey first via Microsoft Excel. My conceptual framework and research questions guided my thinking with regards to what effective board governance actually entails. I analyzed summary statistics and created descriptive plots to understand the response distribution for each survey question. I also compared the survey results of both the Head of School survey and Board Chair survey descriptively to search for some concrete differences in how each group of leaders perceives effective board governance.

I analyzed the interview data I collected by means of a hybrid approach, incorporating both deductive and inductive coding. Guided by my conceptual framework and research questions, first I created a codebook with the following deductive codes: (1) Fiduciary, (2)Expertise, (3) Bylaws, (4) Diversity, (5) Micromanagement, (6) Term Limits, (7) Size, and (8) Teamwork. I developed these deductive codes, a priori, which arose from the review of existing literature on effective board governance. These codes were tied to the theme of what constitutes effective board governance.

Next, I then developed, a posterior, inductive codes. The inductive codes I discovered arose mainly from my analysis of the interview data I collected. I conducted all four interviews with current Heads of School and with a current Board Chair, recording and transcribing them using the Otter.ai software. I carefully reviewed the transcripts for themes that emerged based on points emphasized by the interviewees. As expected, the deductive codes I listed above were also present in the qualitative interviews, however, the following inductive codes emerged from my review of the interview data: (1) Strategy, (2) Partnership, (3) Willing to Learn, (4) Building Relationships, (5) Vetting Board Members, and (6) Role of the Board.

It is plausible that the Head of School survey and Board Chair survey results are not truly representative of the entire population of NAIS Schools. In an ideal world, I would prefer to disseminate the survey to the entire population of NAIS member schools, but I realize that is simply

not possible due to all of the extensive research NAIS conducts each year. Since both Heads of School and Board Chairs were surveyed from a smaller sample of the entire population of NAIS schools, the likelihood exists that the results may only apply to that smaller percentage of schools.

Findings

<u>Research Question #1</u>: How do NAIS member school leaders and board chairs describe what it means to have an effective independent school board?

<u>Finding #1</u>: Effective Boards Understand the Role of the Board

> *"Members also need to understand his or her role on the board. The board is there to ensure the school is fiscally sound and to ensure that the mission is held, to ensure that the school is there for children's children's children and not to get involved in operations. So members are there to advise and the board really does not get involved in operations. The board really needs to understand its role, and to do that the board has to educate itself." — School Head*

My research into board governance found that effective boards understand the role of the board. In addition to the primary roles of monitoring the overall health of the organization and providing advice to leadership, boards also have the following roles as seen in Figure 4 and Figure 5 below. According to survey respondents who identify as School Heads and Board Chairs, the most important roles of the Board of Trustees are to ensure the financial sustainability of the school, to think strategically as a board, selecting/orienting new trustees and creating succession plans, selecting, onboarding, compensating and evaluating a School Head, as well as guiding and supporting the School Head. While the School Heads and Board Chairs surveyed do differ slightly in terms of the how important each of these roles are, they agree that these specific roles are the most important in the overall hierarchy of responsibilities. NAIS member schools seeking to create an effective board must recognize that the education of board members in understanding their role is key, and there are a plethora of resources available to schools from NAIS and other non-profit, as well as for profit organizations to do this.
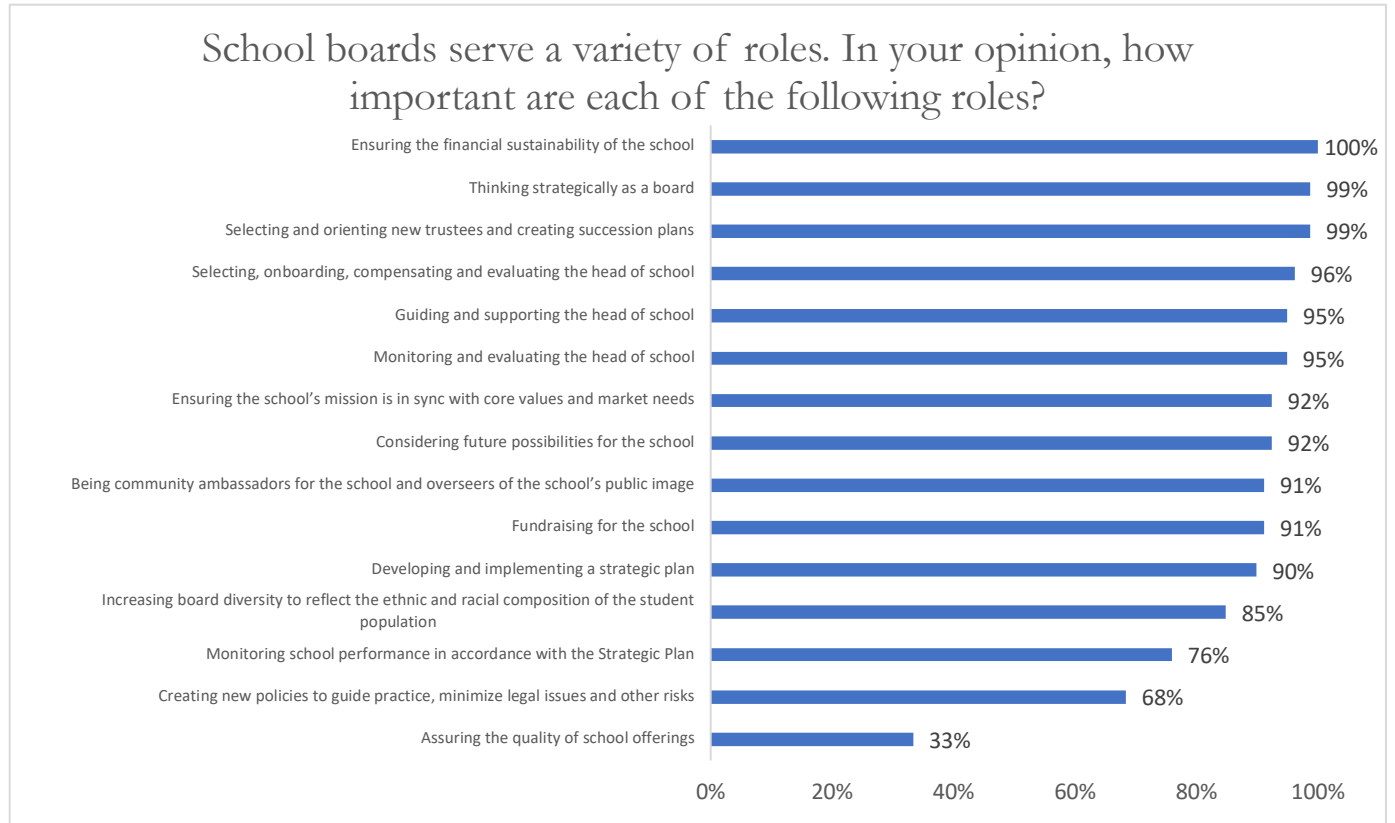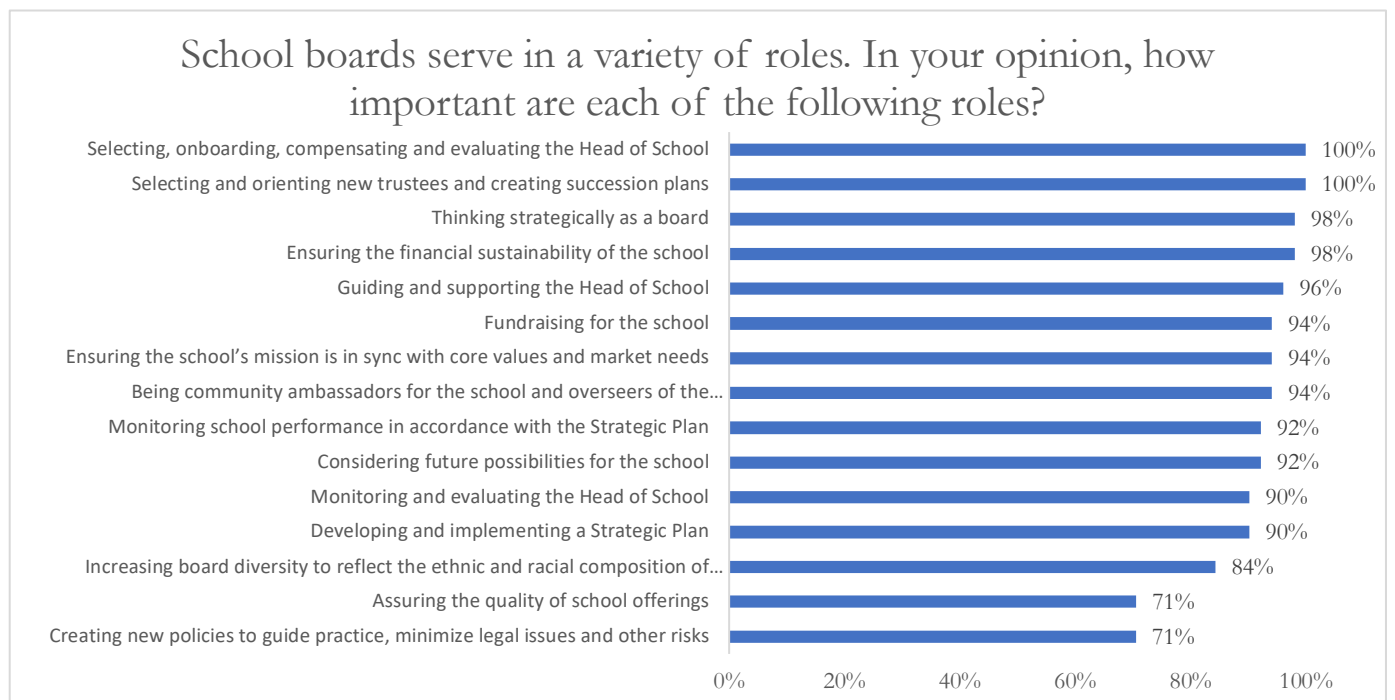
Figure 4: Head Survey Result on Board Roles

School boards serve a variety of roles. In your opinion, how important are each of the following roles?

Role	%
Ensuring the financial sustainability of the school	100%
Thinking strategically as a board	99%
Selecting and orienting new trustees and creating succession plans	99%
Selecting, onboarding, compensating and evaluating the head of school	96%
Guiding and supporting the head of school	95%
Monitoring and evaluating the head of school	95%
Ensuring the school's mission is in sync with core values and market needs	92%
Considering future possibilities for the school	92%
Being community ambassadors for the school and overseers of the school's public image	91%
Fundraising for the school	91%
Developing and implementing a strategic plan	90%
Increasing board diversity to reflect the ethnic and racial composition of the student population	85%
Monitoring school performance in accordance with the Strategic Plan	76%
Creating new policies to guide practice, minimize legal issues and other risks	68%
Assuring the quality of school offerings	33%

Figure 5: Board Chair Survey Result on Board Roles

School boards serve in a variety of roles. In your opinion, how important are each of the following roles?

Role	%
Selecting, onboarding, compensating and evaluating the Head of School	100%
Selecting and orienting new trustees and creating succession plans	100%
Thinking strategically as a board	98%
Ensuring the financial sustainability of the school	98%
Guiding and supporting the Head of School	96%
Fundraising for the school	94%
Ensuring the school's mission is in sync with core values and market needs	94%
Being community ambassadors for the school and overseers of the…	94%
Monitoring school performance in accordance with the Strategic Plan	92%
Considering future possibilities for the school	92%
Monitoring and evaluating the Head of School	90%
Developing and implementing a Strategic Plan	90%
Increasing board diversity to reflect the ethnic and racial composition of…	84%
Assuring the quality of school offerings	71%
Creating new policies to guide practice, minimize legal issues and other risks	71%

"It's more of a partnership would be the description I would use, where the board works together with the Head of School. I think it involves the board willing to learn and be educated about what good governance looks like and the Head of School really taking a lot of time to cultivate the relationships individually."
— School Head

In line with understanding its role, an effective Board of Trustees is also one in which the Head of School and the Board itself form a partnership and work together to fulfill the overall mission of the school. Both the survey results and interviews highlight the fact that the board's job is not to run the school and manage day to day operations. Effective boards must remember the key roles and responsibilities as seen in Figure 4 and Figure 5; the day to day operations within the school are better left to the administrative team and the Head of School.

"An effective independent school board must not micromanage the Head. I would say first that the board's job is not to run the school. Ding ding." — Board Chair

One key theme that emerged particularly from the qualitative interviews is the notion of micromanagement. The Board Chair interviewed for this study noted that the board's role is not to micromanage the Head of School and administrative team. For example, as one of the School Heads noted, in many independent schools, board members have children within the school and may be tempted to drift outside of their lane when they have discussions with their children about happenings at the school. This may lead board members to delve into administrative matters, which lies outside the role of a trustee. Research has shown that micromanagement impedes employee creativity and progress, as well as breeds mistrust. Effective boards must ensure to stay clear of this pitfall.

"Many board members have children in our school and it's very hard. The hardest part, I would think if I were a parent, I would say one of the hardest parts of serving on the board is taking the parent hat off. Your children are your greatest treasure right. They get information, parents are filtering information from them that they're telling you about their teachers or something like that." – School Head

Finding #2: Effective Boards Are Diverse

"It's important for the board to have all kinds of diversity." – School Head

The School Heads and Board Chair interviewed for this study all agreed on the fact that effective boards are diverse. Diversity in this context is defined as heterogeneity of cultural background, ethnicity, gender, race, sexual orientation, as well as other attributes. The Head of School survey data revealed that 18 is the average number of members serving on a school's board of trustees, with a minimum of 7 members and maximum of 34 members across NAIS member schools. With regards to diversity, the average number of board members who identified as persons of color totaled 3.38 out of an average of 18 members per board.

"I find in my personal experience, boards that are more diverse in all kinds of ways tend to ask more intriguing questions, than many boards that are made up primarily of...men."
– School Head

Boards that have only a small number of diverse trustees may find themselves falling victim to tokenism according to one of the School Heads interviewed. Tokenism refers to the practice of making only a perfunctory or symbolic effort to do a particular thing, especially by recruiting a small number of people from underrepresented groups in order to give the appearance of equality within a workforce. Figure 6 below highlights that 82% of School Heads surveyed believe that a racially and gender diverse board is necessary for effective board governance. By comparison, Figure 7 shows

that 80% of Board Chairs surveyed also agree that having a racially and gender diverse board is

necessary for effective governance.

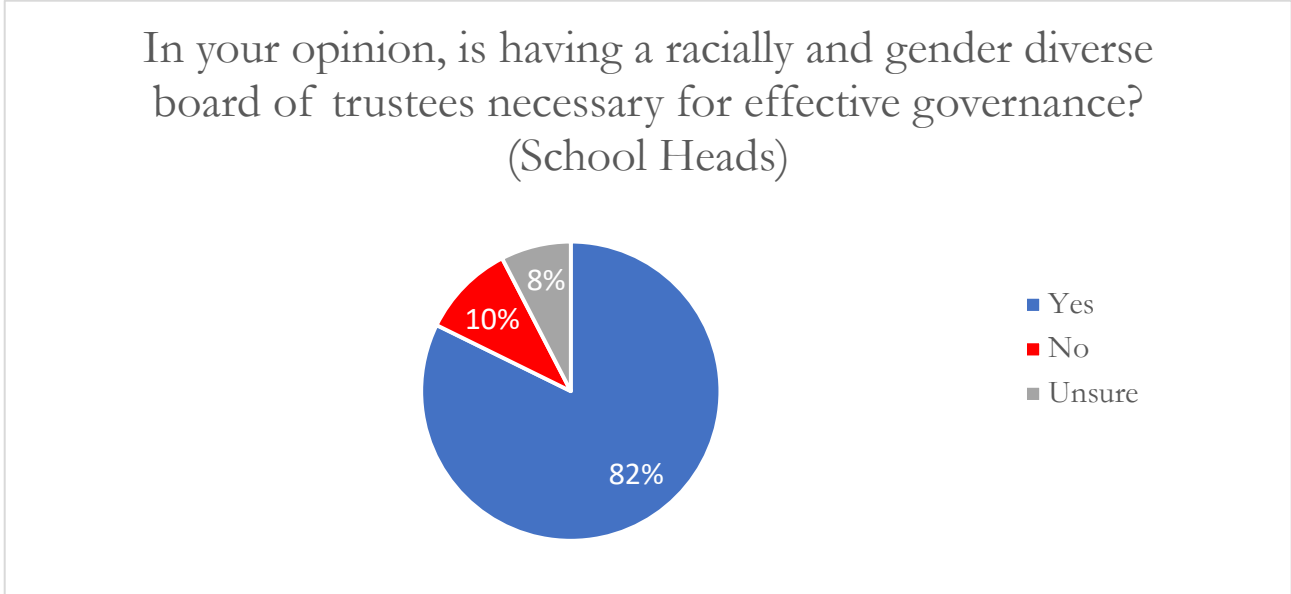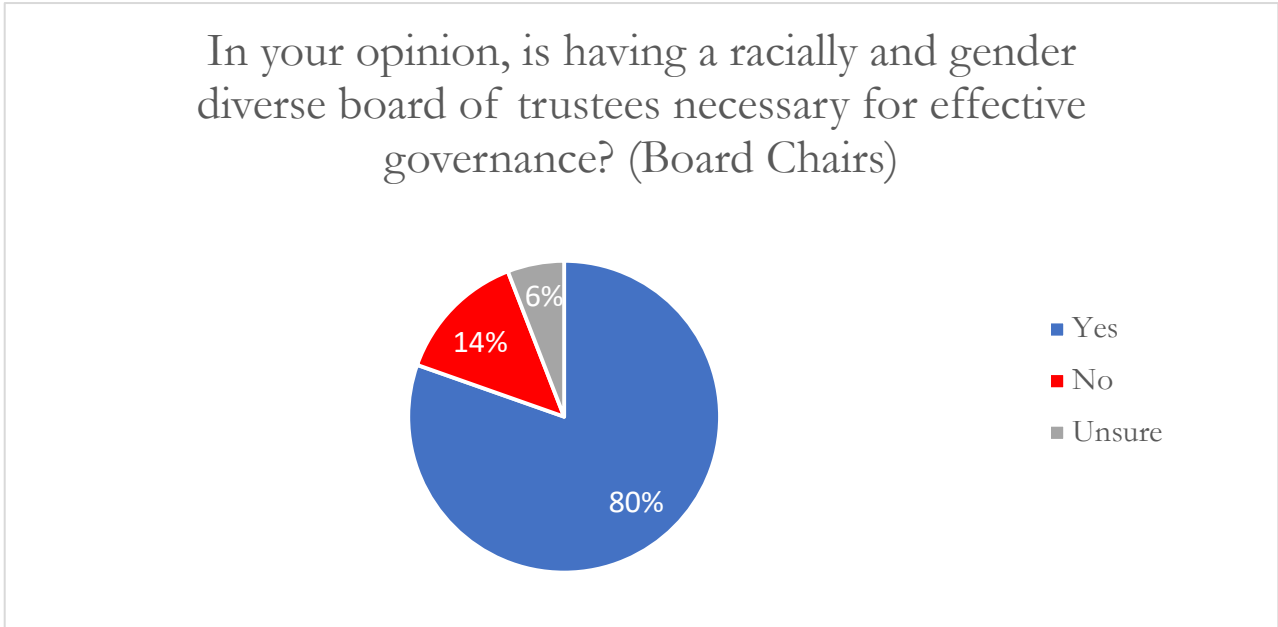Figure 6: Head Survey Result on Diversity of the Board

Figure 7: Board Chair Survey Result on Diversity of the Board

"So at my current school, I have a student body that is very diverse. Great, okay. But I have a board of four people who self-identify as people of color....That's not representative of the student body....Diversity certainly matters but you have to be willing to honor that diversity and respect it, and also honor a diversity of thought." – School Head

Schools that have a diverse student body, faculty and staff should also have a diverse Board of Trustees to be truly representative of the communities they serve. Boards that are not representative of the communities they serve and that visibly lack diversity of cultural background, gender, race, sexual orientation, thought, etc., are clearly not placing themselves in a position where they can be most effective in addressing key issues by challenging members to think critically and ask insightful questions. These schools that lack diversity on their Board of Trustees run the risk of potentially falling victim to groupthink and a variety of group-based decision biases.

Finding #3: The Board Must Educate Itself to be Effective

"The board really needs to understand its role, and to do that the board has to educate itself."
– School Head

Boards must recognize that learning is an extremely important aspect of the process to become effective. Respondents to the Board Chair survey repeatedly stressed the importance of ongoing board education. The School Heads and the Board Chair interviewed in this study also highlighted how important it is for the board to educate itself on what effective governance looks like through professional development and/or educational resources and trainings provided by non-profit organizations like NAIS and other for-profit organizations as well. Boards that recognize the importance of learning for improvement and actually take the time to do so through professional

development, board meetings and board retreats for their members achieve success in their quest towards becoming more effective.

"Boards need to do professional development. There are good organizations out there, local associations, that will train boards and that is really important....What's wonderful...is that a lot of organizations are offering webinars, and a lot of them are offering them for free....NAIS also does a weekly bulletin that it sends out to its membership and pushes information out to the board members in that way." - School Head

Research Question #2: What do NAIS member school leaders and board chairs describe as the skills and capabilities needed for members of the board to successfully fulfill their roles?

Finding #4: Effective Boards Need Trustees with Hard & Soft Skills

"More and more, the immediate impact of having trustees practice and learn the skills of the strategic mode and generative mode [becomes necessary]....The future work of boards is to govern for the unknown, right, knowing how tumultuous the future may be for independent schools in particular, [so we] really need to think 25 years plus out and that demands trustees who have not just the desire but the skill, and a certain type of discussion and decision making process." – School Head

The Heads of School and Board Chair interviewed for this study noted that boards need to recruit and retain members who can provide the necessary knowledge and hard skills required for the board to do its oversight work. Every board has a unique set of needs in line with their strategic priorities. Depending on the needs of each organization, these can include skills and knowledge in finance, accounting, budgeting and/or a strong background and understanding of legal matters.

"The skills they need to be good at include working in a group, they need to be good at participating in, listening to discussions, learning from them, adapting to the majority consensus." – Board Chair

My inquiry into effective board governance also points to the fact that effective boards are comprised of board members who have the necessary soft skills required of trustees, such as strong interpersonal skills that will allow them to establish good working relationships with other members of the board. The board must be able to work well together as a collective whole and organize its members in smaller teams in order to steward the organization effectively. Boards have subcommittees and task forces in place to better manage school finances, perform self-audits, search

for new potential trustees, and oversee diversity, equity and inclusion efforts among other responsibilities. Therefore, it is essential that individual members must be able to organize and work well together in small and large group settings. Trustees should be well versed in managing group dynamics and possess strong skills in also managing individual and group discussions, which are needed for effective decision making. Additionally, trustees must understand that it is important not just to be heard when participating in discussions, but also to actively listen to their peers on the board and accept the majority consensus, even if they hold a differing opinion.

"We try to find board members who have some skill or relationship with the school. So our board members, we have a lawyer, a banker, two very knowledgeable stock money manager types, a couple of former teachers, several parents of alums. I think that pretty much characterizes our group." – Board Chair

Research Question #3: What are the current successes and challenges facing member schools related to creating and maintaining an effective independent school board?

Finding #5: Restructuring the board is sometimes necessary for effective governance

"We created these super committees at the board level. In the past, we've had traditionally like our facilities committees and so forth. A lot of the committees were mimicking the structures of the admin team, right, which we see at a lot of schools. What happened is that at times...the work of the committees got very dance floor, right. And that was challenging, right because the dance floor for the board is really why we have all these other folks, the admin team and I. If the board is on the dance floor, then who is on the balcony right? So this was a the chance this year to combine groups. So we have three teams. We have governance, stewardship, and DEIJ. And those are three supercommittees. We still have an Executive Committee. Our Stewardship Committee is really focused on resource development and risk management, and combines our previous finance advancement facilities committee. And our governance committee has really focused on talent leadership. DEIJ we kept separate because we had a DEIJ committee for quite some time, and that's pretty unique for us per the board. And we felt that it was really important to maintain that focus on equity and justice." – School Head

In line with understanding the role of the board, one School Head interviewed indicated that at times the board would dive a little too deeply into the work of the administrative team. Instead of metaphorically remaining on the balcony where the board could oversee the activities of the organization, it might find itself on the dance floor delving into daily operations, which falls under the responsibility of the School Head and administrative team. Thus, Supercommittees were created at the board level, where the work of traditionally separate sub-committees (Finance, Advancement and Facilities) were combined to tackle more strategic issues facing the school. This new Stewardship Supercommittee that the school created now focuses more of its attention on strategy

and oversight, developing resources for the school and managing risks, thereby allowing the board to successfully stay focused on its core work.

Finding #6: Building Mutual Respect and Trust Among Members is an Important Challenge

"Effective boards are ones that have a mutual respect among members and the Head. They would tell me how they felt I had mis-stepped, we all do that....It was a culmination of us thinking together, not thinking alike. That's different. Working together to move the school forward and truly caring about one another as a person." – School Head

Survey respondents along with one of the School Heads interviewed in this study highlighted the fact that starting out at a new school presents a big challenge for both the School Head and the Board of Trustees. Both the School Head and the Board of Trustees must work to establish a good working relationship and build the respect necessary among one another to succeed in running the school effectively. Building mutual respect happens to be an important element that emerged from my research into effective board governance. Without real trust and respect among its members, the board will not succeed in being effective. Establishing respect among individuals who do not know one another well certainly takes time, but respect can be built by working closely with trustees through the ongoing work of the board and by actively working to establish strong interpersonal relationships among other board members. Respect is absolutely necessary if trustees are to work well together on the board.

Research Question #4: What are strategies member schools are using to develop and maintain an effective independent school board?
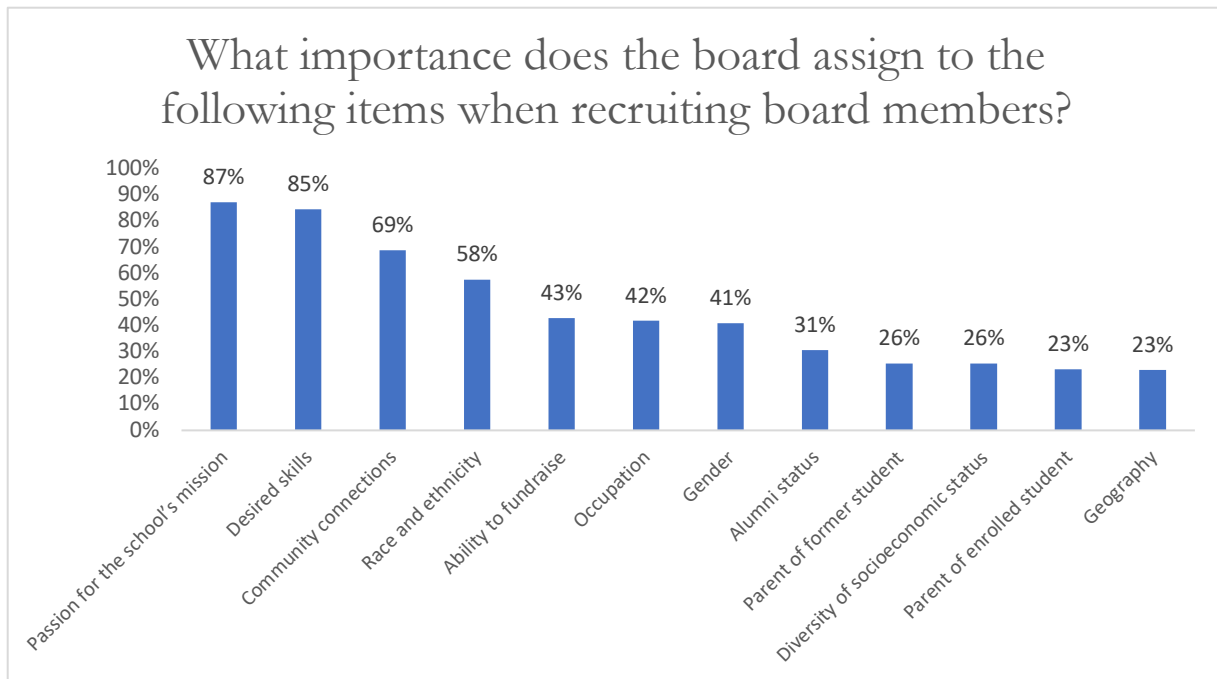
Research Question #4a: What are current member practices related to recruiting and selecting members to join the Board of Trustees?

Finding #7: The Board Should Determine The Qualities It Needs from Potential Trustees

"So there are educators on our board, intentionally. So it hasn't been that we have to get a lawyer. Let's think about the jobs we want represented. So there are two educators, including one former superintendent, and the other three educators and two others work at other independent schools, which are not competitors. So that was intentional. And yes we do have members who are attorneys, those who work in finance. I would say finance has been most prominent in terms of the professions we want on the board. One area we've talked about in governance in terms of if we have a school attorney, what is the draw of having a trustee, what are the pros and what are the cons in terms of legality, in terms of ethics, in terms of practicality." – Board Chair
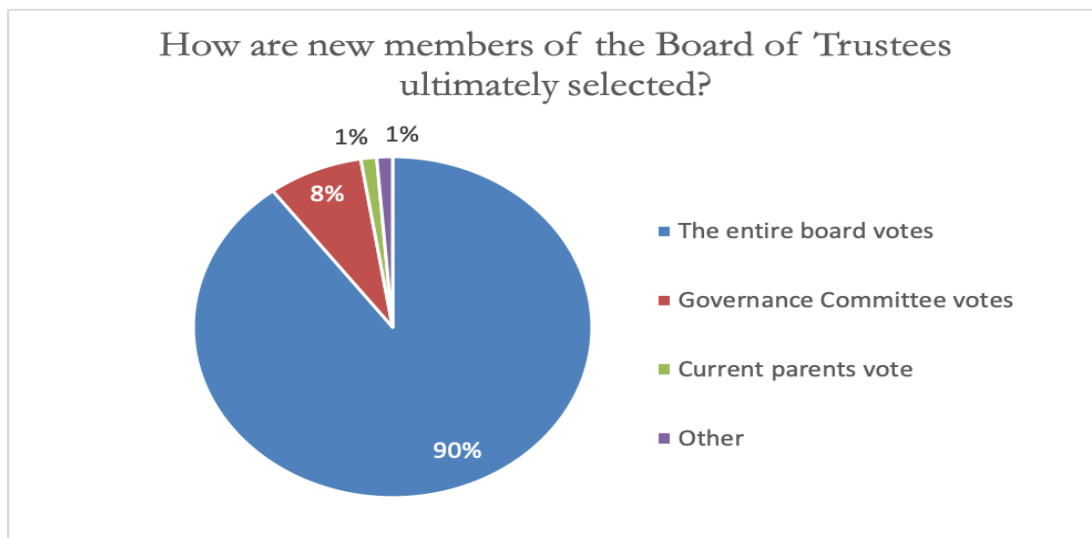
Every Board of Trustees clearly has a unique set of needs pertaining to the school it stewards. When the time comes to select new trustees to join the board, boards need to determine the qualities individual members should possess to help the board do its best work. Figure 8 below shows that 87% of schools surveyed find that passion for the school's overall mission is first and foremost the most important variable at play when recruiting new members. Desired hard skills such as expertise in education, finance, and an in depth understanding of the law for example ranks second, community connections ranks third followed by race and ethnicity as the fourth most important variable when the board seeks to recruit new members.

Figure 8: Head Survey Result on Importance Variables of Potential Trustees

What importance does the board assign to the following items when recruiting board members?

Item	Percentage
Passion for the school's mission	87%
Desired skills	85%
Community connections	69%
Race and ethnicity	58%
Ability to fundraise	43%
Occupation	42%
Gender	41%
Alumni status	31%
Parent of former student	26%
Diversity of socioeconomic status	26%
Parent of enrolled student	23%
Geography	23%

"If the board and the Head are working in partnership, again, they should not be looking to bring on his or her friends, but persons who have the best interest of the school at heart who will be invested in the work of the board." – School Head

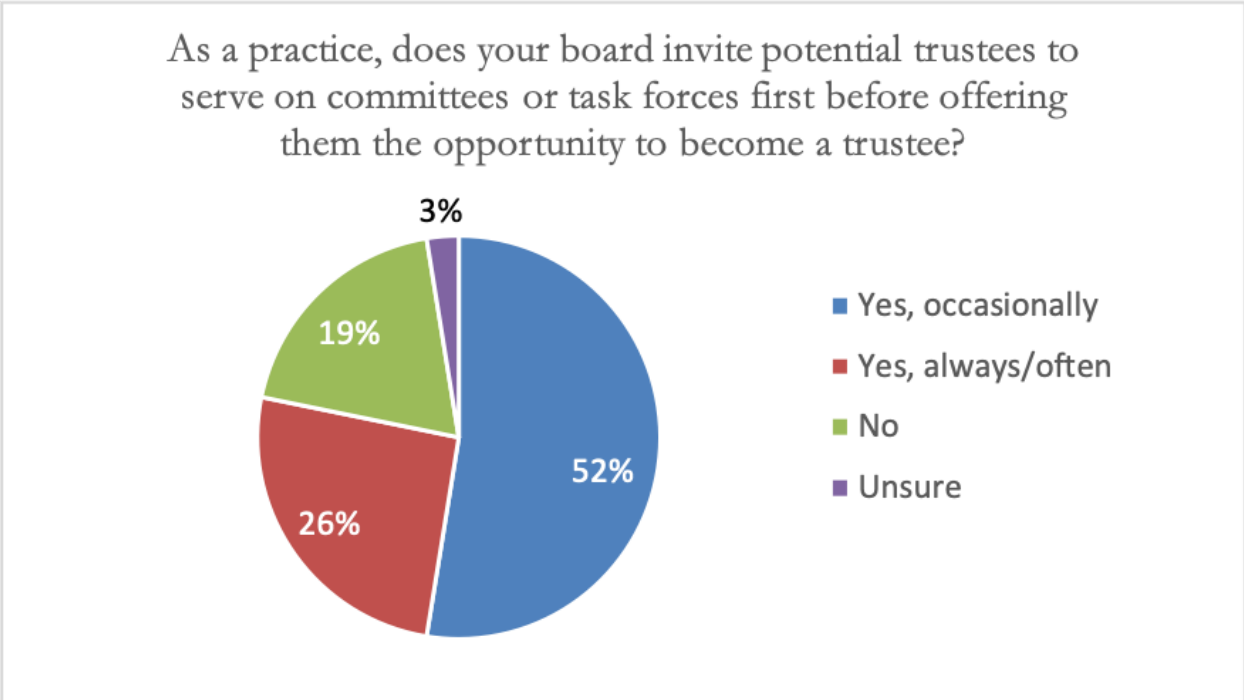Figure 9: Head Survey Result on Trustee Selection

How are new members of the Board of Trustees ultimately selected?

- The entire board votes — 90%
- Governance Committee votes — 8%
- Current parents vote — 1%
- Other — 1%

Finding #8: The Board Should Vet Potential Trustees

"So some schools are just begging people to join the board, but they're not really vetting them." – School Head

Last, but certainly not least, I have discovered how important the vetting process is for effective board governance. Governance Committees typically hold responsibility for identifying new trustees and vetting these board candidates by asking them to serve on subcommittees or task forces. After a period of some time – typically a year or so – the board will then vote on whether to approve trustee membership or not. This process is important because it allows the board to determine whether potential trustees truly have the best interest of the school at heart. It also ensures that members do not have a separate agenda and it provides reassurance to the board that the members selected can actually do the work required for the board to run effectively.

Figure 10 below shows that approximately 78% of schools surveyed will either always or occasionally invite potential members to serve on committees or task forces, prior to voting or extending an offer of board membership. This process of vetting applies to both the board and the potential trustee, where each determines whether they make a well-suited match. Truly effective boards will seek to make this vetting process a consistent practice when recruiting and selecting new members.

Figure 10: Head Survey Result on Vetting Potential Trustees

As a practice, does your board invite potential trustees to serve on committees or task forces first before offering them the opportunity to become a trustee?

- 3%
- 19%
- 52%
- 26%

■ Yes, occasionally
■ Yes, always/often
■ No
■ Unsure

"We discuss each potential member. We ask questions like what is the profile, where would [he/]she fit in for our board? What skills does this person bring?....Here's what would be expected of you as a trustee, including financial....We expect 100% board participation in giving/fundraising as well in other parts of service. That sort of thing....We will also ask that person...to join one or two of the various committees...and they will serve at least a year on that committee. All the while both are testing one another. The person and the committee. It's a dating phase." – School Head

Once members are recruited, vetted, and ultimately selected to join the board, it is essential that the board walks new members through an initial orientation and onboarding phase, where they can learn the ins and outs of board membership. Figure 11 below indicates that 86% of boards surveyed will have an orientation for new members to introduce them to how the board does its work. During the onboarding process for newly selected trustees, the Board Chair holds

responsibility of establishing clear expectations of board service for new members. Effective boards must take the time to make new members feel welcome and comfortable in their new role.

Figure 11: Head Survey Result New Member Orientation
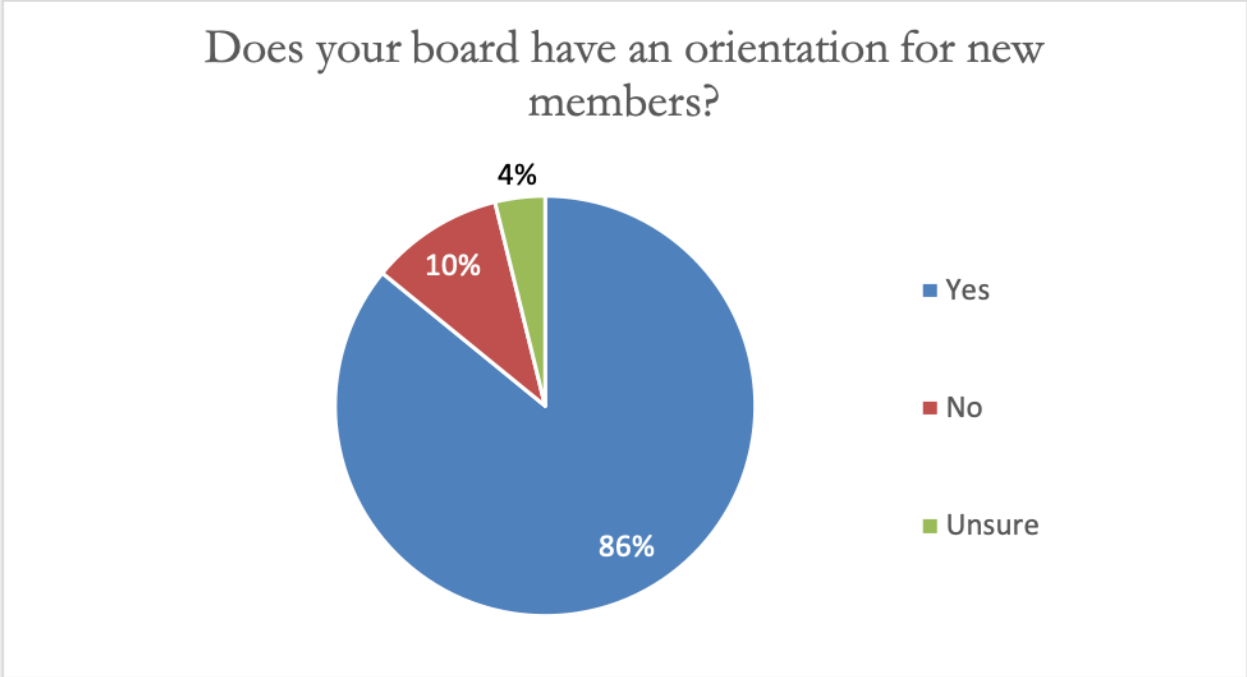
"A lot of boards do orientation. They heard about what the finance committee does, and what the school budget is. They've heard from the DEI coordinator...but onboarding, I think it's understanding how a board conducts itself and how individual members conduct themselves. That's important to understand that you don't speak with your voice anymore. When you walk out of that board meeting, you speak with one voice, you speak elevating the head, supporting the decision the board has made." – School Head

Recommendations

These findings suggest that a number of practical changes can be implemented by schools that seek to create and maintain an effective board. My findings from the survey and interview data collected support the following recommendations:

Recommendation #1: Schools Should Carefully Review The Board's Bylaws Annually & Assess If Changes to the Board Are Needed

I recommend that boards seeking to become more effective ensure that all roles, responsibilities, rules, regulations and procedures within the bylaws are clear and concise. The role of a trustee should be clearly spelled out and without room for interpretation. The data collected from the interviews, Head of School survey and Board Chair survey show that all too often, board members occasionally stray away from their core duties and delve into administrative matters and daily operations, which are better left to the School Head and administrative team. This tends to happen quite a lot based on the survey responses and particularly if trustees have children enrolled at the school. While it may be a challenge, parents who agree to serve as trustees should set aside their parent hat when assuming the trustee role, and only work in the best interest of the school. It may be necessary at times for the Board Chair to remind individual trustees of their responsibilities as a board member and refer them to the actual bylaws for clarity on a trustee's role in school specific matters, if necessary.

Recommendation #2: Schools Should Actively Take Steps to Diversify The Board

The existing literature on effective board governance indicates that boards do well when they recruit and retain trustees who possess a diverse set of skills, knowledge, capabilities and other variables (Klarner et al, 2021; Miller & Del Carmen Triana, 2009; Hillman, 2015). I recommend that

schools study the composition of their boards to ensure that there is strong representation in terms

of hard and soft skills represented on the board, as well as diversity of gender, race, ethnicity, sexual

orientation and cultural background, as these varied backgrounds and perspectives enrich board

discussions. It is important to remember that a lack of board diversity is likely to result in

problematic groupthink, status quo bias, and other group-based decision biases, which could render

a board ineffective (Hillman, 2015). Boards that wish to be more effective in addressing key issues

and in thinking strategically will seek to embrace diversity in all aspects to allow for better decision

making, thereby avoiding these pitfalls (Hillman, 2015; Galinsky et al., 2015; Miller & Del Carmen

Triana, 2009).

Recommendation #3: School Boards Must Take Time to Educate Themselves

Ongoing learning through professional development is an integral part of board

effectiveness. Boards that engage in continual learning and self-assessment will ensure that they

remain effective (Torres et al., 2018). The interviews I conducted shed light on some of the ways

the board can educate itself. One way the board can educate itself is by participating in webinars

and trainings offered by nonprofit as well as for-profit organizations. I recommend that schools

have the entire board participate in professional development as a whole. This applies to both

existing members and new members who join the board. Boards that are not currently engaged in

professional development can begin educating themselves with the resources offered by NAIS on

effective governance. The NAIS Trustee Handbook and Principles of Good Practice (PGP) for

Boards of Trustees are an excellent place for schools to start when beginning this journey of

continual learning.

Recommendation #4: School Boards Should Schedule More Time to Convene

My research found that effective boards are ones that have a mutual respect among trustees and the School Head. Building mutual respect and trust requires communication and opportunities – whether virtually or in-person – for board members to convene with one another. I recommend that boards take the time to get together for board meetings, professional development and board retreats, where members can not only focus on strategy, but also continue to build good working relationships with one another in a relaxed environment while tackling pertinent organization-specific agenda items (Lorsch & Clark, 2008; Klarner et al, 2021). The structure and length of these board retreats can be determined by the Board Chair and Head of School.

Scheduling more time for board members to interact with one another allows for relationship building to occur. It is important for trustees to socialize with one another as this aids in building camaraderie. This can happen in the time leading up to board meetings, during scheduled breaks in between meetings and during the board retreat itself at appropriate times, strategically built into the retreat schedule. Effective boards understand that respect and trust among board members takes time to develop and simply cannot happen if communication is lacking.

Recommendation #5: Schools Should Actively Prioritize Needed Skills and Capabilities When Recruiting & Selecting New Board Members

I recommend that school's conduct a needs assessment when recruiting and selecting new members to join the Board of Trustees. If a member of the board has reached the end of their term limit or does not wish to continue board service, the board should begin to identify the skills and capabilities that will be needed for the board to continue to function effectively. Perhaps that could

mean that the board needs to identify individuals as potential candidates who have expert knowledge of finance and accounting, skills in fundraising, or expertise in legal matters that could positively impact board performance. The point is that schools should actively consider succession planning for existing trustees as members reach the end of their term. This can be handled by the Governance Committee, but the actual selection of new members by voting should be done by the entire Board of Trustees.

Recommendation #6: The Board Should Vet Potential Trustees and Vote on the Confirmation of New Trustees Collectively

In accordance with my findings from the interviews with School Heads, I recommend that schools invite potential trustees to serve on board committees or task forces for at least a year before they are considered for actual membership. The School Heads interviewed for this study were quite clear on how important the vetting process is for boards, as it allows for transparency on how effective a potential trustee will be in their work. This vetting process also allows schools to see firsthand whether potential trustees truly bring the necessary skills, knowledge and capabilities required for board service, and it also sheds light on how well potential members work well in teams with other members of the board.

After the initial vetting process or trial period is complete, I do believe it is in the best interest of schools for the entire board to vote on the confirmation of new trustees. My survey results show that 90% of schools will have the entire board vote on whether to confirm new trustees or not, which also happens to be consistent with previous research conducted by NAIS (Torres et al., 2018). I recommend that schools implement this as policy to better mitigate biases that could theoretically arise from only having only a select few members on the Governance Committee vote on the future of potential trustees.

Conclusion

Empirical literature on board governance highlights that organizations sometime struggle to create and maintain an effective Board of Trustees. This study focused particularly on effective board governance in independent schools. The project began as an inquiry from NAIS into what constitutes effective board governance following their most recent governance study conducted in 2018, where NAIS discovered that the percentage of School Heads who viewed their boards as somewhat or not very effective increased from 30% to 40% in the period from 2012 to 2018.

My extensive findings detail a number of steps that independent schools struggling to create and maintain an effective Board of Trustees can take. These include understanding (1) the actual role of the board, (2) the importance of maintaining a diverse board, (3) that the board must educate itself to be effective, (4) that effective boards need trustees with knowledge, hard and soft skills, (5) restructuring the board is sometimes necessary for effective governance, (6) that the board must take time to educate itself to be successful, (6) building mutual respect and trust among members is an important challenge, (7) the board must determine the qualities it needs from potential trustees, and (8) that the board should vet potential trustees before officially inviting them to join the board.

I believe that I should place some limitations on my findings due to the fact that I could not survey the entire population of NAIS schools. While it would be an ideal scenario to survey the entire population of NAIS schools, this is impractical due to the significant amount of research studies that NAIS conducts in a given year. Surveying the entire population of schools for this study would simply overburden School Heads and lead to survey fatigue, so my findings are limited to a smaller sample of schools.

Given that every school has a unique set of circumstances and key issues to address, the recommendations provided herein may not apply to every school. Rather, the recommendations

provided are meant to serve as a general macro-level action plan for establishing an effective Board of Trustees. Schools that annually review and assess their bylaws, take steps to diversify the board, educate themselves through continual learning via board meetings, retreats and professional development, schedule more time for members to convene, actively prioritize needed skills and capabilities when recruiting new members, as well as vet potential trustees and vote collectively as a board on new membership will be well on the path to having a more effective board.

Appendix A:

<u>Survey of NAIS School Heads</u>

BOARD COMPOSITION

1. How many members currently serve on your school's Board of Trustees? [3]

Female [ ]

Male [ ]

Total [ ]

2. To the best of your knowledge, how many of these board members self-identify as persons of color? [3]

Female [ ]

Male [ ]

Total [ ]

BOARD TERMS

3. If your Board of Trustees imposes term limits, what is the stated term for board members and chairs? (Please check one only per column) [4]

	[Board Members]	[Board Chairs]
1 year		
2 years		
3 years		
4 years		
5 years		
More than 5 years		
No term limits		
Other (please specify): _____		

4. If your Board of Trustees imposes term limits, how many consecutive terms may members and chairs serve? [4]

                                    [Board Members]   [Board Chairs]

No consecutive terms

One renewable term

Two renewable terms

Three renewable terms

Four or more renewable terms

Not applicable - no term limits

Unsure

5. Does your Board of Trustees maintain a written policy on term limits within its bylaws? [4]

Yes [ ]

No [ ]

Unsure [ ]

6. Does your Board of Trustees have a formal way (through bylaws or a board vote) to keep a board member or board chair on beyond a term limit? (Please check one only per column) [4]

Yes [ ]

No [ ]

Unsure [ ]

BOARD EFFECTIVENESS

7. As of today, how satisfied are you with the overall performance of your school's Board of Trustees?
5-point Likert Scale: Extremely unsatisfied; Very unsatisfied, Neither Satisfied nor Dissatisfied, Very satisfied, Extremely satisfied

8. In an average year, how often does your Board of Trustees convene for meetings either in-person or virtually? [4]

Once per year [ ]   Three times per year [ ]   Five or more times per year [ ]

Twice per year [ ]   Four times per year [ ]

9. How many permanent board committees, if any, does your school currently have in place? [4]

None [ ]   One [ ]   Two [ ]   Three [ ]   Four [ ]   Five [ ]   More than Five [ ]

10. Please list each of the committees your Board of Trustees has in place below (Finance Committee, Governance Committee, etc.). [4] _____

11. School boards serve a variety of roles. In your opinion, how important are each of the following roles? [1, 2, 4]
5-point Likert Scale: Not Important, Slightly Important; Moderately Important, Important, Very important

Developing and implementing a Strategic Plan

Thinking strategically as a board

Ensuring the school's mission is in sync with core values
and market needs

Monitoring and evaluating the Head of School

Assuring the quality of school offerings

Creating new policies to guide practice,
minimize legal issues and other risks

Considering future possibilities for the school

Ensuring the financial sustainability of the school

12. How important are each of these additional roles? [1, 2, 4]

Fundraising for the school

Guiding and supporting the Head of School

Increasing board diversity to reflect the ethnic and racial composition of the student population

Being community ambassadors for the school and overseers of the school's public image

Monitoring school performance in accordance with the Strategic Plan

Selecting and orienting new trustees and creating succession plans

Selecting, onboarding, compensating and evaluating the Head of School

Please specify other roles you feel are important, yet not listed above:
_____

13. In your opinion, is having a racially and gender diverse Board of Trustees <u>necessary</u> for effective governance? [1, 4]

Yes [ ]

No [ ]

Unsure [ ]

Please explain why or why not? _____

14. How satisfied are you with the current diversity of your school's Board of Trustees on the following demographics? [1]
5-point Likert Scale: Extremely unsatisfied; Very unsatisfied, Neither Satisfied nor Dissatisfied, Very satisfied, Extremely satisfied

Race/ethnic background

Socioeconomic status

Persons with a disability

Age

Gender

LGBTQ+ Status

Not sure

15. How strongly do you agree or disagree with each of the following statements with relation to your school's Board of Trustees? [1]
5-point Likert Scale: Strongly disagree, Disagree, Neutral, Agree, Strongly agree

Board members think strategically and are forward looking

Board members share accountability and take collective responsibility for successes and failures

Board members are a collaborative team that works well together toward a common goal

Board members see a clear link between board priorities and school goals

Board members honestly communicate with one another

Board members appropriately balance short-term and long-term school goals

Board members celebrate success collectively

Board members share clearly articulated core values that guide decision making

Board members understand their role and act appropriately within defined boundaries

16. If you answered "strongly disagree" or "somewhat disagree" to any of the above statements, please explain why: [1] _____

17. How strongly do you agree or disagree with each of the following statements regarding the way your board works? [1, 3]
5-point Likert Scale: Strongly disagree, Disagree, Neutral, Agree, Strongly agree

Board members center the interests of the school in discussions, rather than their personal agendas

Board members are able to resolve internal conflicts in a professional, positive way, allowing progress to be made

Board members adapt in the face of change to sustain the mission and school overall

Board members encourage, support, and listen to creative and innovative suggestions

The board has social time specifically for its members outside of board retreats

Board members listen attentively to each other

All board members are actively engaged in overseeing and governing the school

18. If you answered "strongly disagree" or "somewhat disagree" to any of the above statements, please explain why: [1, 3] _____

19. How strongly do you agree or disagree with the following statements regarding the board chair's role in building a strong board culture? [1, 4]
5-point Likert Scale: Strongly disagree, Disagree, Neutral, Agree, Strongly agree

The Board Chair is able to resolve conflict, build consensus, and reach compromise

The Board Chair fosters an environment that builds trust among board members

The Board Chair cultivates a constructive partnership with the Head of School

The Board Chair establishes clear expectations of board service to all members

The Board Chair encourages board members to frame and discuss strategic questions

If you answered "strongly disagree" or "somewhat disagree" to any of the above statements, please explain why: [1, 4] _____

20. How strongly do you agree or disagree with the following statements regarding how board meetings are run? [1, 3]
5-point Likert Scale: Strongly disagree, Disagree, Neutral, Agree, Strongly agree

Board members focus on important discussions since board members are prepared, read materials in advance, and follow up on assignments

Board meetings focus on strategy and policy rather than on operational issues

Board meetings are well run and use effective meeting practices, such as clear agendas, good facilitation, start and end on time, etc.

Meetings allow adequate time for board members to ask questions and explore issues

Board meetings facilitate well informed decisions based on necessary information received in advance of meetings

21. If you answered "strongly disagree" or "somewhat disagree" to any of the above statements, please explain why [1, 3]: _____

22. How has COVID-19 impacted your school's governance practices? Please explain: _____

BOARD MEMBER RECRUITMENT

23. What importance does the board assign to the following items when recruiting board members? [4a]
5-point Likert Scale: Not Important, Slightly Important; Moderately Important, Important, Very important

Passion for the school's mission

Community connections

Desired skills

Occupation

Ability to fundraise

Race and ethnicity

Geography

Gender

Parent of Enrolled Student

Parent of Former Student

Alumni status

Diversity of Socioeconomic Status

24. Which of the following do you consider to be <u>most important</u> in recruiting new board members? Please select your top 3 choices. [4a]

Passion for the school's mission

Community connections

Desired skills

Occupation

Ability to fundraise

Race and ethnicity

Geography

Gender

Parent status

Alumni status

Socioeconomic status

25. Which of the following do you consider to be <u>least important</u> in recruiting new board members? Please select your top 3 choices. [4a]

Passion for the school's mission

Community connections

Desired skills

Occupation

Ability to fundraise

Race and ethnicity

Geography

Gender

Parent status

Alumni status

Socioeconomic status

26. As a practice, does your board invite potential trustees to serve on committees or task forces first before offering them the opportunity to become a trustee? [1, 2, 4]

Yes, always/often [ ]

Yes, occasionally [ ]

No [ ]

Unsure [ ]

27. Does your board have an orientation for new members? [1, 2, 4]

Yes [ ]

No [ ]

Unsure [ ]

28. How are new members of the Board of Trustees ultimately selected? [1, 2, 4]

The Entire Board votes [ ]

Governance Committee votes [ ]

Current Parents vote [ ]

Other (please specify): _____

29. Please indicate on which of the following issues your board has approved written policies, if any: [1, 4] Please select all that apply.

Acceptable Use of Technology

Admissions

Bullying

Employee Compensation & Benefits

Conflict of Interest

Crisis Management

Diversity/Equity & Justice

Endowment

Financial Aid

Gift Acceptance

Investment

Property Acquisition/Disposition

Sexual Harassment

Student Abuse

Students & Employees with Disabilities

Substance Abuse

None of the above

30. Lastly, would you consider participating in a 30-minute interview on effective board governance? [1, 2, 3, 4, 4a] (Please note that all participants will be kept anonymous and identifying information will be omitted for the purposes of this study.)

Yes [ ]

No [ ]

Unsure [ ]

Appendix B

BOARD EFFECTIVENESS

1. As of today, how satisfied are you with the overall performance of your school's Board of Trustees?
5-point Likert Scale: Extremely unsatisfied; Very unsatisfied, Neither Satisfied nor Dissatisfied, Very satisfied, Extremely satisfied

2. School boards serve in a variety of roles. In your opinion, how important are each of the following roles? [1, 2, 4]
5-point Likert Scale: Not Important, Slightly Important; Moderately Important, Important, Very important

Developing and implementing a Strategic Plan

Thinking strategically as a board

Ensuring the school's mission is in sync with core values
and market needs

Monitoring and evaluating the Head of School

Assuring the quality of school offerings

Creating new policies to guide practice,
minimize legal issues and other risks

Considering future possibilities for the school

Ensuring the financial sustainability of the school

3. How important are each of these additional roles? [1, 2, 4]

Fundraising for the school

Guiding and supporting the Head of School

Increasing board diversity to reflect the ethnic and racial composition of the student population

Being community ambassadors for the school and overseers of the school's public image

Monitoring school performance in accordance with the Strategic Plan

Selecting and orienting new trustees and creating succession plans

Selecting, onboarding, compensating and evaluating the Head of School

Please specify other roles you feel are important, yet not listed above:
_____

4. In your opinion, is having a racially and gender diverse Board of Trustees <u>necessary</u> for effective governance? [1, 4]

Yes [ ]

No [ ]

Unsure [ ]

Why or why not? _____

5. How satisfied are you with the current diversity of your school's Board of Trustees on the following demographics? [1]
5-point Likert Scale: Extremely unsatisfied; Very unsatisfied, Neither Satisfied nor Dissatisfied, Very satisfied, Extremely satisfied

Race/ethnic background

Socioeconomic status

Persons with a disability

Age

Gender

LGBTQ+ Status

Not sure

6. How strongly do you agree or disagree with each of the following statements with relation to your school's Board of Trustees? [1]
5-point Likert Scale: Strongly disagree, Disagree, Neutral, Agree, Strongly agree

Board members think strategically and are forward looking

Board members share accountability and take collective responsibility for successes and failures

Board members are a collaborative team that works well together toward a common goal

Board members see a clear link between board priorities and school goals

Board members honestly communicate with one another

Board members appropriately balance short-term and long-term school goals

Board members celebrate success collectively

Board members share clearly articulated core values that guide decision making

Board members understand their role and act appropriately within defined boundaries

7. If you answered "strongly disagree" or "somewhat disagree" to any of the above statements, please explain why: [1] _____

8. How strongly do you agree or disagree with each of the following statements regarding the way your board works? [1, 3]
5-point Likert Scale: Strongly disagree, Disagree, Neutral, Agree, Strongly agree

Board members center the interests of the school in discussions, rather than their personal agendas

Board members are able to resolve internal conflicts in a professional, positive way, allowing progress to be made

Board members adapt in the face of internal and external changes to sustain the mission and school overall

Board members encourage, support, and listen to creative and innovative suggestions

The board has social time specifically for its members outside of board retreats

Board members listen attentively to each other

All board members are actively engaged in overseeing and governing the school

9. If you answered "strongly disagree" or "somewhat disagree" to any of the above statements, please explain why: [1, 3] _____

10. How strongly do you agree or disagree with the following statements regarding your role in building a strong board culture? [1, 4]
5-point Likert Scale: Strongly disagree, Disagree, Neutral, Agree, Strongly agree

I am able to resolve conflict, build consensus, and reach compromise

I am able to foster an environment that builds trust among board members

I am able to cultivate a constructive partnership with the Head of School

I establish clear expectations of board service to all members

I encourage board members to frame and discuss strategic questions

If you answered "strongly disagree" or "somewhat disagree" to any of the above statements, please explain why: [1, 4] _____

11. How strongly do you agree or disagree with the following statements regarding how board meetings are run? [1, 3]
5-point Likert Scale: Strongly disagree, Disagree, Neutral, Agree, Strongly agree

Board members focus on important discussions since board members are prepared, read materials in advance, and follow up on assignments

Board meetings focus on strategy and policy rather than on operational issues

Board meetings are well run and use effective meeting practices, such as clear agendas, good facilitation, start and end on time, etc.

Meetings allow adequate time for board members to ask questions and explore issues

Board meetings facilitate well informed decisions based on necessary information received in advance of meetings

12. If you answered "strongly disagree" or "somewhat disagree" to any of the above statements, please explain why [1, 3]: _____

13. How has COVID-19 impacted your school's governance practices? Please explain: _____

BOARD MEMBER RECRUITMENT

14. What importance does the board assign to the following items when recruiting board members? [4a]
5-point Likert Scale: Not Important, Slightly Important; Moderately Important, Important, Very important

Passion for the school's mission

Community connections

Desired skills

Occupation

Ability to fundraise

Race and ethnicity

Geography

Gender

Parent of Enrolled Student

Parent of Former Student

Alumni status

Diversity of Socioeconomic Status

15. Which of the following do you consider to be <u>most important</u> in recruiting new board members? Please select your top 3 choices. [4a]

Passion for the school's mission

Community connections

Desired skills

Occupation

Ability to fundraise

Race and ethnicity

Geography

Gender

Parent status

Alumni status

Socioeconomic status

16. Which of the following do you consider to be <u>least important</u> in recruiting new board members? Please select your top 3 choices. [4a]

Passion for the school's mission

Community connections

Desired skills

Occupation

Ability to fundraise

Race and ethnicity

Geography

Gender

Parent status

Alumni status

Socioeconomic status

17. As a practice, does your board invite potential trustees to serve on committees or task forces first before offering them the opportunity to become a trustee? [1, 2, 4]

Yes, always/often [ ]

Yes, occasionally [ ]

No [ ]

Unsure [ ]

18. Does your board have an orientation for new members? [1, 2, 4]

Yes [ ]

No [ ]

Unsure [ ]

19. How are new members of the Board of Trustees ultimately selected? [1, 2, 4]

The Entire Board votes [ ]

Governance Committee votes [ ]

Current Parents vote [ ]

Other (please specify): _____

20. Please indicate on which of the following issues your board has approved written policies, if any: [1, 4] Please select all that apply.

Acceptable Use of Technology

Admissions

Bullying

Employee Compensation & Benefits

Conflict of Interest

Crisis Management

Diversity/Equity & Justice

Endowment

Financial Aid

Gift Acceptance

Investment

Property Acquisition/Disposition

Sexual Harassment

Student Abuse

Students & Employees with Disabilities

Substance Abuse

None of the above

21. Lastly, would you consider participating in a 30-minute interview on effective board governance? [1, 2, 3, 4, 4a] (Please note that all participants will be kept anonymous and identifying information will be omitted for the purposes of this study.)

Yes [ ]

No [ ]

Unsure [ ]

Appendix C

Qualitative Codebook

Coding Type	Correlate Code	Description	Sample Quote
Deductive Codes	Fiduciary	Holding a legal or ethical relationship of trust, typically in care of financial capital and/or other assets	"Fiduciary work is so basic to governing that most nonprofit trustees and executives consider it synonymous with trusteeship"
	Expertise	Comprehensive skill or knowledge in a particular field	"Governance research has shown the importance of directors' specialized expertise in monitoring and providing advice on strategic matters"
	Bylaws	A rule made by an organization to control the actions of its members	"They [boards] should not allow the organization to engage in activities outside their bylaws or statutes"
	Diversity	Heterogeneity in cultural background, ethnicity, gender, race, sexual orientation as well as other attributes	"Diversity in board governance enhances decision making"
	Micromanagement	Excessive supervision and control of employees work and processes	"Because of their current focus on compliance, however, directors find themselves in the very role they have long tried to avoid – that of micromanager"
	Term Limits	A legal restriction that limits the amount of time a person may serve in a particular elected office	"While not universal, a common governance practice is the use of term limits, with 64% of independent institutions and 41% of public institutions having a term limit policy"
	Size	Refers to the total number of trustees or directors serving on the board	"One of the single most important questions asked about board structure is, 'What is the right number of people to have on the board?'"

	Teamwork	The combined action or effort of a group of people towards a goal	"Directors' cooperation on the board, their trust in one another's expertise, and their teamwork will improve their governance"
Inductive Codes	Strategy	A general plan to achieve one or more established long-term goals	"As we talk through strategy and we have a general conversation right"
	Partnership	An arrangement where two or more parties agree to cooperate to advance mutual interests	"It's more of a partnership would be the description I would use, where the board works together with the Head of School"
	Willing to Learn	Openness to educating oneself.	"It involves the board willing to learn and be educated about what good governance looks like"
	Building Relationships	To maintain good, positive, healthy relationships with others	"It took a lot of time to build those relationships"
	Vetting	To make a critical and careful examination of a potential trustee	"So some schools are just begging people to join the board, but they're not really vetting them"
	Role of the Board	The function the board fills within the organization	"The board really needs to understand its role, and to do that the board has to educate itself"

Appendix D

Interview Questions for School Heads

How long have you served in this position as Head of School?

How would you describe what it means to have an effective independent school board? [1]

What do you believe are the skills and capabilities needed for members of the board to successfully fulfill their roles? [2]

Could you describe the successes your school has experienced in developing and maintaining an effective Board of Trustees? [3]

Could you describe the challenges your school has faced in developing and maintaining an effective Board of Trustees? [3]

What strategies has your school used to develop and maintain an effective Board of Trustees? [4]

Could you describe your school's process(es) for recruiting and selecting members to join the Board of Trustees? [4a]

Appendix E

Interview Questions for Board Chairs

How long have you served in this position as Chairperson of the Board?

How would you describe what it means to have an effective independent school board? [1]

What do you believe are the skills and capabilities needed for members of the board to successfully fulfill their roles? [2]

Could you describe the successes your school has experienced in developing and maintaining an effective Board of Trustees? [3]

Could you describe the challenges your school has faced in developing and maintaining an effective Board of Trustees? [3]

What strategies has your school used to develop and maintain an effective Board of Trustees? [4]

Could you describe your school's process(es) for recruiting and selecting members to join the Board of Trustees? [4a]

Interview with School Head 1

Wed, 4/20 1:32PM • 26:34

SUMMARY KEYWORDS

board, school, jobs, board members, trustees, committee, schools, vets, head, members, important, chair, attended, governance, person, relationships, parents, called, role, diversity

SPEAKERS

School Head, Interviewer

Interviewer 00:02
All right, we're recording. Perfect. So let's just jump right into it. So could tell me how long you have you served in this position as head of school?

School Head 00:13
This is my second headship and I'm in the first year of my second headship, my previous headship I was there for 7 years.

Interviewer 00:19
Okay, great. So how would you describe what it means to have an effective Independent School Board?

School Head 00:31
I would say my last one, it was, it really was a combination, it's more of a partnership would be the description I would use, where the board works together with the Head of School. I think it involves the board willing to learn and be educated about what good governance looks like and the Head of School really taking a lot of time to cultivate the relationships individually.

Interviewer 01:10
Okay, perfect. So in addition to that, then what do you believe are the skills and capabilities needed from members of the board to successfully fulfill their roles?

School Head 01:25
Many trustees in my experience come from the corporate world, and not as many from the education world. Understand that the educational world is not just education but also independent school education. Members need to understand what that means. Members also need to understand his or her role on the board. The board is there to ensure the school is fiscally sound and to ensure that the mission is held, to ensure that the school is there for children's children's children and not to get involved in operations. So members are there to advise and the board really does not get involved in operations. The board really needs to understand its role, and to do that the board has to educate itself, and there are lots of trainings available for that.

Interviewer 02:26

Okay, can you describe some of those trainings that your school specifically offers?

School Head 02:30
Sure, so for example, when I was at a school in California, there was a California Association of Independent Schools, certainly the National Association of Independent Schools. Any kind of regional associations. I'm at a school in Pennsylvania now. We have the Pennsylvania Association of Independent Schools. We have different regional associations that offer these different kinds of trainings. ISM, which is all for profit organization also offers some excellent training that the board can take advantage of those. What's wonderful, one of the wonderful consequences of the COVID 19 pandemic - and there are many wonderful ones - is that a lot of organizations are offering webinars, and a lot of them are offering them for free. So to really take advantage of those, I have attended quite a few. NAIS also does a weekly bulletin that it sends out to its membership and pushes information out to the board members in that way. Any kind of regional, national resource, and like I said ISM is a good resource.

Interviewer 04:00
Oh, that is fantastic. Thank you for sharing. I want to circle back you mentioned an organization called ISM. Could you describe what that is?

School Head 04:10
ISM is a for profit organization, they do a lot of trainings, again, many of their webinars are free. They do a lot of different kinds of summer institutes. I've attended many myself and they're just top quality. They also work with insurance and a lot of schools use other methods for tuition payments. So it's a multi dimensional organization.

Interviewer 04:57
Okay, fantastic.

School Head 04:59
The reason I mentioned that is that every training I have personally attended has been excellent. Similar to the NAIS institutes that are hosted by NAIS, a non-profit organization.

Interviewer 05:16
I appreciate you sharing and thank you for all of those wonderful options. So could you describe the successes your school has experienced in developing and maintaining an effective Board of Trustees?

School Head 05:32
I'll talk about my last school. The board was ready to take on a Head who was interested in professional development and in developing herself and the board. From the get go, I used my mentors and talked with the board. So for example, our first board retreat, the board chair asked if we could have someone discuss fundraising. So I asked one of my mentors who was a head of school to come in. She would just come in and talk to the board about fundraising and the board's role in it. And she came in and one of the things she said...I did not script it. I was actually surprised. Before I talk to you about fundraising, I want to tell you what your most important job is as a board. Your most important job is to keep this woman happy. Because if she is happy, the head of school is happy, the teachers are happy, and the children are happy and the parents are happy, and I'll never forget that. In addition to wanting to get the work of the school done, I felt they really

cared about you personally. Effective boards are ones that have a mutual respect among members and the Head. They would tell me how they felt I had mis-stepped, we all do that. When, whenever, and all of us in our profession take a lot of hits. It was a culmination of us thinking together, not thinking alike. That's different. Working together to move the school forward and truly caring about one another as a person. I don't have that yet at my current school because I'm very new and new to them. I'm still developing those relationships. Especially at my last school, we worked very, very hard together to build relationships, that aside I also had a powerful board chair. They were just very powerful women who knew governance well, educated themselves about governance, and were able to guide the Board. So for example, I'll give you an example, if something was happening, a board member was stepping outside of her lane, I would call my board chair and say such and such is occurring and she would take her out for coffee.

Interviewer 08:42
Wow, that is a great relationship.

School Head 08:44
Yes, and she would take her out for coffee and remind her of the board's role. But it took a lot of time to build those relationships.

Interviewer 09:05
Yes, you're absolutely right. It does take time to build relationships with each individual member. Does that often happen where board members fall out of their lane and get into into the operational issues of the school?

School Head 09:40
Yes, I would say it occurs more than we would like. Many board members have children in our school and its very hard. The hardest part, I would think if I were a parent, I would say one of the hardest parts of serving on the board is taking the parent hat off. Your children are your greatest treasure right. They get information, parents are filtering information from them that they're telling you about their teachers or something like that.

Interviewer 10:20
Okay, great. Thank you for sharing.

School Head 10:28
Sorry, let me add one more thing. Sometimes persons think because they went through school, they know how to do school. Because they did it. Oh it's easy. Then you hear those kinds of things. Let's get them to come and spend the day I would get to come spend a day in pre-k or an early childhood classroom. And then I think you'd have a different appreciation for what really happens. I think they think that because they, they're already highly successful in their field, they could also easily do a great job in this role. Sometimes I think that.

Interviewer 11:20
Yes, thank you for sharing that. It's very different in the day to day as a school leader. Okay, so could you describe some other challenges that your school has faced in developing and maintaining an effective board? For example, when members have reached their term limits, how do you deal with that those challenges of finding a board member that will satisfy the the skills and capabilities that are needed for the role?

School Head 11:56
Sure, I'll talk about this school. What's called either a governance committee or a committee and trustees, meeting the committees that vets board members. So some schools are just begging people to join the board, but they're not really vetting them. This year. My first year here. But I'm new to the school. I don't know who the parents are. I don't know who the players are. So I'm depending on others, to be able to ascertain who should best get onto the board. And so what I'm noticing is that first some are wanting to bring their friends on board, so what I did is I brought in NAIS and I asked a couple of responses, attended a webinar on governance theories users don't see that theory quite a bit. Have you heard about this Jobs to be done theory?

Interviewer 12:59
No actually. Please, could you tell me more?

School Head 13:01
Absolutely. You can see lots of jobs. As consumers, it really came out of Harvard University. As consumers, we buy things to make our lives easier. So here's an example. I may on my way home buy a milkshake because I am hungry and I have a long car commute home. So that milkshake is fulfilling. My my my hunger but I would buy it at 3pm versus 8am. I'm buying it specifically to serve a purpose for adults. jobs to be done theory and has really done a lot of research and they've done for example, jobs to be done on why parents hire school. So they have four jobs. Job one for example is if my child is not thriving at a different school and your school is going to help me help my child by the duty of school for special needs or jobs. I need a school that's very nurturing or job three and one has more of a global view and job four schools who have my child's potential to get into an Ivy League. I'm hiring you as a school to do different things. So anyway, that's just as in a nutshell, I've probably wasn't as elegant as it isn't any. But what I did, was they recently did a research on why do trustees get on the board and there's three different jobs. And so when I did I attended the webinar and then I reached out and I asked, would they, Joe Corbett and Margaret Anne Rowe. Would you just come and do a half an hour Zoom with my committee? And they did!

Interviewer 13:02
Oh, great.

School Head 13:38
Yes, so they came, it didn't cost anything. We had another conversation as a part of the education. So anyway the jobs to be done theory, I use it quite a lot. I think NAIS does a great job.

Interviewer 15:12
That is fantastic. Good to know that this theory exists.

School Head 15:19
We're hiring certain things that make our lives better or easier or happier.

Interviewer 15:24
Yeah, because I can certainly see how that would be problematic if people just want their friends to be on the board, but they don't have the actual skills and capabilities required to do the work.

School Head 15:37

Yes, one of the jobs of vetting a board member is the possibility that they have an agenda. That's job one. So do you really want these on your board that have an agenda, their own specific agenda? Or maybe some people do, so you have to see where the board is and put together a board profile with the support bridge. What do we want and so again, the jobs to be done theory is useful.

Interviewer 16:06
That is wonderful to hear. May I ask you about diversity of the board? Is that something that you consider to be important first in terms of racial and gender diversity? Do you think that that's an important aspect of effective board governance or perhaps, are there are more important things to consider?

School Head 16:27
I think all kinds of diversity are important. I think...well, I wasn't born and raised in this country. But what I noticed, I quickly noticed, is that this country tends to focus a lot on racial diversity. I always hear the question, how diverse is your school? And I answer my school is 100% diverse because everybody here is unique. If you're asking what's the racial makeup of my school, then I feel people should ask me that direct question. I'm always very careful when I hear that. I think diversity in all forms meaning, yes, what we see by gender, by the way, or how people present themselves, what we see, what we think, are they're racial identities? Many times we're making assumptions about persons. That's important. I also think different kinds of professions. I also think different kinds of buildings. And here's why it's different personal experience, not just. But when a Head is interviewing for a position very often it's a committee that's predominantly the search committee is predominately composed of trustees. I find in my personal experience, boards that are more diverse in all kinds of ways tend to ask more intriguing questions, than boards that are made up primarily of European American men. Here's what happening. It's not their fault. It's that when we are sort of birds of a feather flock together mentality, we're filtering things just from our own. So if we're all so similar, called similarity attraction, if we're all so similar, we're just going to filter subconsciously. We're not doing it consciously. Well, some of us are.

Interviewer 16:45
Yes.

School Head 18:23
So it's important for the board to have all kinds of diversity.

Interviewer 18:41
Okay, that is very insightful to hear you say that. Thank you because I also believe it's true, especially after reviewing the literature. All kinds of diversity need to be valued if you want to have an effective board. That's always been my thought. So I'm glad to hear you agree with that. So next, I want to ask, what strategies has your school used to develop and maintain an effective board of trustees? I know that you're new to your current school, but at your previous schools, what strategies have your previous schools used to develop and maintain an effective Board of Trustees?

School Head 19:20
So that Committee on Trustees, I would argue

Interviewer 19:29
Sorry, could you repeat that? The Committee on Trustees?

School Head 19:33

Yes, the Committee on Trustees. Sometimes it's called the Governance Committee. Some schools call it Governance. But I would argue that if that committee, if it works effectively, that committee vets board members and then presents them to the board for a vote. That's one part. I don't know if all boards do this, but the head of school should have an integral say as well. The head doesn't vote, but should be able to veto someone. If the board and the Head are working in partnership, again, they should not be looking to bring on his or her friends, but persons who have the best interest of the school at heart who will be invested in the work of the board. So it would be the committee on trustees also called the governance committee that is essential.

Interviewer 20:32

Perfect, okay. This is actually very much in line with some of the research that I've been finding as I've been going through the existing literature. Very good. Okay. And just speaking of that, as well. So do you or or does your school or have the other schools that you've worked with as well? Have they invited potential parents and other members being vetted in the community to sit on committees before they officially join the board?

School Head 21:17

Yes, that's definitely part of the vetting process. The person so say, you know, how can we see what is joining the board? We discuss each potential member. We ask questions like what is the profile, where would she fit in for our board? What skills does this person bring? Okay, fine, and the next step will be the chair or the board chair, the chair of the committee on trustees or board chair talking. Have a pocket ready. Here's what would be expected of you as a trustee, including financial, what do we expect of you to pay to play? We expect 100% board participation in giving/fundraising as well in other parts of service. That sort of thing. Then, if all on the committee are in agreement, we'll ask that person to join. We will also ask that person who joins to join one or two of the various committees. There are numerous different ones strategic planning, buildings and grounds, finance, audit, etc., and they will serve at least a year on that committee. All the while both are testing one another. The person and the committee. It's a dating phase. The person could see if this is right for them. Perhaps they'll say, you know what, I don't think board work is what I want to do or maybe it is.

Interviewer 23:11

Perfect. Can I just circle back to something you said. You mentioned that there is an expectation that the trustees will actually give back to the school financially and support various campaigns. So that's expected when members are looking to join, but is it perhaps a certain amount to the school's annual fund?

School Head 23:45

Very often trustees are lifting the heavy weights when it comes to any kind of fundraising that the school is doing. So, but its important that the development department understands what that person's network is. That's different. That's fundraising specific. What is important is to explain to the person we're vetted is that to join this board, we do, our expectation is that you would make our school one of your top philanthropic priorities. Whatever that means to you. It could mean $20,000. It could be $22. But we expect that this school is one of your top philanthropic priorities. It's important to say from the get go what the expectations are for service.

Interviewer 24:46
Yes, having that transparency from the beginning is important. Okay, that's great. May I ask, how long do your trustees serve on the board? Do you employ term limits it at your school currently and what about the previous school?

School Head 25:05
Both have term limits. Written into the term limits are you can extend your term so for example, at my last school, my first four chairs that she had already turned out but she said she would stay for the transition year. And then, she was so good. I decided I would build a relationship with her where I had lunch with her once a month. For the entire time I was there, and that made her got it so that she could be on the board, but she's still engaged with the board, but I engaged her. My second board chair her term limit was 6 years but she was my board chair for five years. So you know it depends on what's written in the bylaws.

Interviewer 26:03
Thank you so much for all of your insights today. This was terrific and the information provided will certainly help those struggling to maintain effective boards.

School Head 26:17
You are very welcome.

Interview with School Head 2

Thu, 4/21 10:11AM • 30:58

SUMMARY KEYWORDS

board, trustees, terms, committee, governance, school, pandemic, years, important, parent, questions, head, thought, diversity, skills, people, mode, members, conversation, color

SPEAKERS

School Head, Interviewer

Interviewer 00:02
Okay, so we should be recording at this point. Perfect. Well, first I want to sincerely thank you for taking the time to chat with me today about effective Board Governance. So I'm just going to jump right into the first question. How long have you served in this position as head of school?

School Head 00:20
Two years.

Interviewer 00:21
Two years. Okay. So how would you describe what it means to have an effective Independent School Board?

School Head 00:36
No warm up questions. Just straight into it? Haha.

Interviewer 00:38
Haha, yes! Just straight into it.

School Head 00:43
I think about...ummm, what's the best way to frame this? I think about the three modes of governance. Right from the work of Richard Chait. So that's, that's really how I define effective governance is through the lens of those three areas of governance. Fiduciary, strategic and generative. And in the best version of ourselves as a board, they're operating throughout those three lenses and really, with the eye of discernment, but I know when to be in each mode and when to pivot to another mode.

Interviewer 01:31
Okay, great. Yeah, I actually reviewed that particular resource for part of my literature review. Really, really great book. So yes, great to know that's your framework for how you approach effective governance. So in terms of, capabilities, what do you believe are the necessary skills and capabilities needed for members of the board to fulfill their roles successfully?

School Head 02:01

So I would say along those three modes, fiduciary feels like traditionally, that's where boards focus most of the time and most of the skills and resources and of course we want to stay in the legal side of our work, but more and more, immediate impact of having trustees practice and learn the skills of the strategic mode and generative mode, right, and some of which shows up in their own personal and professional lives, right, which goes back to diversifying your board and moving away from the traditional, well how many attorneys to get on your board, right? How many CFO's have you got on your board? The future work of boards is to govern for the unknown, right, knowing how tumultuous the future may be for independent schools in particular, really need to think 25 years plus out and that demands trustees who have not just the desire but the skill, and a certain type of discussion and decision making process.

Interviewer 03:13
Right. Yeah, I think sometimes the assumption is that, you know, people who want to be on the board might have a separate agenda for wanting to do that rather than possessing the skills that are necessary to do the job right and for for the benefit of the school, so it's, it's really important to have those skills and capabilities. So could you describe for your particular school or perhaps other schools that you've worked with in the past? Can you describe some successes that your school has experienced in developing and maintaining an effective Board of Trustees?

School Head 03:56
Sure, we began by restructuring our board committee and getting really inspired by the work of Richard Chait by really thinking about how do we model what we're doing internally around pushing and exploring adaptive leadership, right? More technical to adaptive, how do we shift the way we lead from a more traditional hierarchical sense of power? To more distributed enterprise minded way of leading to navigate challenges in a much more integrated and collaborative way with a focus on systems, teams and development talent processes. And so we created these super committees at the board level. In the past, we've had traditionally like our facilities committees and so forth. A lot of the committees were mimicking the structures of the admin team, right which we see at a lot of schools. What happened is that at times is that the work of the committees got very dance floor, right. And that was challenging, right because the dance floor for the board is really why we have all these other folks, the admin team and I. If the board is on the dance floor, then who is on the balcony right? So this was a the chance this year to combine groups. So we have three teams. We have governance, stewardship, and DEIJ. And those are three supercommittees. We still have an Executive Committee. Our Stewardship Committee is really focused on resource development and risk management, and combines our previous finance advancement facilities committee. And our governance committee has really focused on talent leadership. DEIJ we kept separate because we had a DEIJ committee for quite some time, and that's pretty unique for us per the board. And we felt that it was really important to maintain that focus on equity and justice.

Interviewer 06:18
Right, which are super important issues. That's very good. Interesting. So going back to the to the way you used to do it when you had just regular committees like most schools typically do, how many members are on those committees compared to the super committees that you now have?

School Head 06:39
They varied. We've asked every trustee to serve on at least one, but some are on two or three. Facilities was quite small. There's some irregularities across the committee's in terms of structure. So the smallest committee, I remember was maybe eight people but a handful of those weren't even

trustees. So very few trustees in that group of eight. And then currently, like stewardship is quite large. Probably north of fifteen. Probably between twelve and fifteen.

Interviewer 07:45
Okay. That's, that's pretty large. That particular committee is pretty long. Do you think that committee would function very well with such a large size? Do you think that the size of the committee's matter and I guess more broadly, the size of the board, is that important too?

School Head 08:03
Yeah they do. So my board is at 21, which feels a little large for a school our size, right we're 450, and we're going up to potentially 24-ish. We are voting on new trustees. We haven't approached them yet. So while that's really large, I think we noticed that the amount of work that was held by the board this year has been much larger than in past years because the way we're trying to govern is different, right. So if you're going through kind of a checklist approach where you're on the dance floor, you don't need a lot of trustees, but if we're trying to have a serious conversation about what our strategies should be like specific to financial aid we want a larger group of diverse perspectives and opinions. So I actually think we're within the norms and we'll see having this conversation this time next year might be around 25 or 26. But we are at a unique time in our history where we just adopted a new strategy, our accreditation, re-accreditation are a year away, we're about to launch a campaign, right. So we're gearing up for a bicentennial in just a few years so it's all those things I said above and I know my chair and vice chair wanted to add a few more players to the team.

Interviewer 09:44
Yeah, that's a lot going on. You're in a very, very busy school. So you mentioned trying to approach some new trustees. Could you describe your school's process or processes for recruiting and selecting members to join the board?

School Head 10:06
Sure it starts with governance, which is similar to what other schools would call a Committee of Trustees. There's a confession of potential trustees from really all voices, so, everyone's encouraged to think of who might also be a great trustee so that might be one way. I'll lean on my administrative team as well for vetting and checking. So we created this list we haven't have a really robust list in terms of looking few years out, there's some folks who have been on our list for quite some time, but the timing has been off or something's happened. We decided it's not a good fit. All to say that its a set time of the year when we do this, but it's really an ongoing conversation that's on our minds. From there the Governance committee presents to the whole board. For any chance to speak with our vice chair, who's the chair co-chair of governance, or other governing members around concerns confidentially that they may have or questions because of the nature of their relationships, what have you, on the potential of new trustees. And then there is a vote so our vote is typically in the spring. And then, there is, usually the Vice Chair or Chair will have conversations with the potential trustees that are both informal in terms of they might, pre pandemic, be in someone's home, and have a conversation about how much they love [the school]. We might invite them to serve on the board for long term to make sure they can be a potential trustee. So we have them look at the bylaws. It's not a contract per se, right. But there's a letter, a statement that they'll review in terms of describing what they're committing to and the priorities and so forth. And then from there, there, they officially join at the start of the new year, which for us we actually invite them in June for the last meeting of the year to meet the trustees before the summer and then we do onboarding in the fall.

Interviewer 12:32
So they actually sign in not sitting on a contract but a letter or a statement before they're join? Okay. And then you mentioned the voting, so the whole entire board votes on that individual.

School Head 12:46
Yes

Interviewer 12:47
Okay, wow, good. Okay, that's excellent. And so I'm wondering as well, does your school employ term limits? And previous schools that you've worked with? Is it similar?

School Head 13:08
So we do but they're renewable for I don't want to say forever, but for a very long time. So their members are few trustees have been on board for years and years and years. So their four year term limits and often trustees will do more than one term. My board chair, currently, is on, about to start her third term I think. She's been on the board for eight years, right. So far, she's going to do another four. But there are and not too many, but there are trustees and I can think of a handful who have been on the board for at least 15 years.

Interviewer 13:53
Wow, that's a long time.

School Head 13:55
To be fair, this is not 80% of the board. I'm thinking three people or so.

Interviewer 14:04
Okay. Well, this is a controversial question, but do you think it's important to have term limits or, you know, if it's not broke, don't fix it. Do you take that kind of approach?

School Head 14:17
You know I thought about that because we had limits but based on the steadiness of the board, they're almost ineffectual, so few of our trustees only do four years. You forget what the term limit is right? When people leave, sometimes it doesn't align with a term limit anyway. So it's just a funny thing, right. There was two people who left this year, suddenly, one was in early Fall because life changes, someone moves suddenly right, so that didn't align with their term limits, but it just happens as life does. And they're still considering rolling off a member this year, which is the middle of their term, but also life changes, right. So that's the funny thing about, especially for school like ours, a day school, where we meet much more frequently than a boarding school or secondary school. A day, k-8 school tends to have a board meetings and thus more parents. So it's just really an interesting way to think about those limits. They're not always - I wonder what they do, right?

Interviewer 15:37
Right? Yeah, that's it. Well, I appreciate your insight. It's, yeah, it's an open it's a very controversial thing. Some people are for it and some people are very against it. So it's good to have your your perspective on it. Very insightful. Okay, so moving on to the next question. I'm going to ask the reverse, if you could describe the challenges your school has faced in developing and maintaining an effective Board of Trustees, if there are any challenges.

School Head 16:09

So the challenges, I would say are specific and maybe generalized, specific would be that I'm in my second year here and filling the shoes of the previous head who was here for over 25 years as an older white man. I'm a Black woman and he was here for 25 years, right, and so they're probably 30 heads like that across the country because that was the way it was for independent schools, right. 15 years ago, almost all independent schools were led by older white men and they had very long tenures. And that is not what independent schools look like now right. Many more women, many more people of color. And the contexts around schools have changed, right? So the levels of change are so complicated. And there's such depth right? And leadership has changed, birth rate has changed, secondary school processes have changed, learning has changed, right, and so for me what I've noticed the challenge and the opportunity, which is there, and they're one in the same, different sides of the same coin is to move a board from operating a traditional way of governance. That wasn't bad at the time, right? That's what the 90s were. And they didn't have to operate a certain way because schools didn't have to operate a certain way. And there are some schools that had multiple head changes, which is not healthy right? Not that it's great to change heads every 3 years, but they had a little bit more practice in terms of not just the transition, but like the landscape of schools, because every time you go through that you have to look at your school and the environment. So the downside of such stability is that you could kind of just ride it for a little bit right. And now, especially with this pandemic, goodness. We entered a global pandemic, bringing on a new head in a changing landscape in terms of what teaching should look like compared to what it should look like 15 years ago. The changing landscape of millennials or Gen Xers want right, but these issues were all hitting us at once. And so that's the tension piece where it was going to happen whether I was here or not. But now, how do we navigate the layers of change when it is unpracticed? And I really liked that word that I borrowed from my director of equity and justice, who says that tough DEIJ conversations aren't hard, they're just not practiced enough.

Interviewer 19:11

That's so true.

School Head 19:12

Exactly, right. And the Strategic mode, generative mode, change management as a board has been unpracticed because they didn't have to practice it right. They didn't have to do the work and now they do, and its a little bit of like, a fire underneath, right because it was a pandemic, right. And that's the head position and essentially a campaign, essentially our centennial celebration, so not adapting is not an option.

Interviewer 19:47

That's excellent. That's a lot to unpack there. That's really, really good. Okay, so you mentioned when you mentioned DEIJ. I want to talk to you about whether you think it's important for the board to be diverse and you know, people have many different definitions of what diversity entails. But do you think it's important to have a diverse board first of all, and, you know, the first thing we think of our diversity in terms of gender, racial background, so we can start there and then and then branch off into other forms of diversity.

School Head 20:26

Sure, so yes, for so many reasons. To the priorities that we know diversity increases the possibility for innovation, right, for more dynamic outcomes, right. So from a purely science reason, we want

diversity on our board. And then there are all these other reasons that are equally if not more important that equity and justice are values that are important to our schools. And so the board should model the values that we're upholding as an institution, right? We want, our board should model, especially again if we're going to have lots of parents on our board, to model our parent body, right and if we are about 50% families of color, and so that reflection, if we didn't have that, that would be something to explore. Right? The diversity, the current composition of our board is a fair number of racially diverse trustees. Trustees of color are definitely present. My last board chair, my current board chair are both women of color, which I think, I know makes a difference, both in kind of an abstract way, but also in a good way, right, for me to be a head of color, a woman of color. And then for my board chair to be a woman of color, our relationship is different, right, but it makes a difference. And it's also something that I think is publicly really powerful, right, to say that your head and board chair are women of color. And then there's a fair amount of religious diversity as well. We have that again internally. So that's reflected on the board. My current board chair is a woman of color who identifies as Muslim. The gender diversity is really interesting. Like more than a decade ago, we had a more traditional model of lots of men. And over time, they have rolled off and we just haven't replaced them. So now we have very few men on the board. We have more women than men, which was thought about a lot of governance in terms of what does that mean? Is that bad? Right? Like all these pieces here. And we don't have answers yet, but that's something that we carry in terms of the balance with gender.

Interviewer 23:38
Do you think it's important to have like that 50/50 split of men to women?

School Head 23:44
I don't know if I've viewed it as whether it is, is that impactful? Because what are your goals here? What are you trying to achieve as a board, right? And what are the paths to success, right. And rarely, rarely, does it work like that right? Especially when you get the rhythm of the board and the landscape of the school. So we've talked about knowing in the next four years, we are going to do a campaign, reaccreditation and our centennial, like, who should be on the board? So I've got starting questions, and then when we get down to the dance floor, of course we don't want to only have one gender or only one race. We are inviting new trustees and there's only one who identifies as a man in that group. So there are 1,2,3, 4 women of color and one man.

Interviewer 25:01
Okay, so what strategies has your school used to develop and maintain an effective Board of Trustees? And I'm a little curious if you could talk a little bit about the roles, the skills and capabilities that these board members bring, which is more important? Is it important to have attorneys, accountants, etc. Are you actively searching for diversity? Where does that fall in your in your strategy for recruiting new members?

School Head 25:40
I think in the past we've definitely more heavily relied on the job, but with a very wide lens, right. So there are educators on our board, intentionally. So it hasn't been that we have to get a lawyer. Let's think about the jobs we want represented. So there are two educators, including one former superintendent, and the other three educators and two others work at other independent schools, which are not competitors. So that was intentional. And yes we do have members who are attorneys, those who work in finance. I would say finance has been most prominent in terms of the professions we want on the board. One area we've talked about in governance in terms of if we have

a school attorney, what is the draw of having a trustee, what are the pros and what are the cons in terms of legality, in terms of ethics, in terms of practicality. And then this year, we really thought about the other skill set, the mindset of not to replace, right. Not that we don't people with financial background because that is critical in our steward conversation.

Interviewer 26:59
Yes.

School Head 27:00
But again, as we talk through strategy and we have a general conversation right, these other modes with the work that we're about to take on, and as we rely on outside consultants, so as an example for this campaign, we will hire a consultant to help guide us and have that background in terms of what the numbers should be, who we should speak to, so the strategy around how do we engage in community. Those are particular skills that not every parent has. We've been really thoughtful in terms of how do we, over time develop other opportunities for families to engage so that we can have a better sense, a greater sense of who has potential as a trustee because, up until recently, we really relied heavily on the advancement group, which is not bad, but clearly its one minded, right. But what are other statements where we might nurture our future trustees, right? So that's something I've been thinking about and integrating that into other areas of school life, right. So every admission cycle I'm having conversations with my board chair.

Interviewer 28:23
Even in enrollment management.

School Head 28:37
Right. So every event could have a potential trustee, a potential board chair right, and so I started scanning our other volunteer groups. And over time, we had to formalize that even now that feels a little too loose for me and my preference. I think, for this spring, and there, there's one I can think of who the first moment I met her last year, I thought to myself, oh, she should probably be on the board. I ran a group for parents on equity and justice last year, optional over zoom during the pandemic. I observed that this parent spoke really thoughtfully in those spaces, like a monthly cohort and she's been a parent volunteer. And there are other aspects, where she's doing mission aligned, values aligned work, I noticed that she asks questions that are provocative and pushes the thinking of those around her and she's established herself in her chosen career field. We think about all of this when vetting potential trustees.

Interview with School Head 3

Fri, 4/22 2:30PM • 30:16

SUMMARY KEYWORDS

board, clerk, head, people, school, governance, worked, board members, chair, effective, undisciplined, executive session, diversity, year, important, color, members, understanding, explained, officers

SPEAKERS

School Head, Interviewer

Interviewer 00:02

Okay, we are recording now. Okay, so, can you just tell me, how long have you served in your current position as Head?

School Head 00:14

So as of July 1 this year, it'll be three years, I will have completed three school years.

Interviewer 00:20

Okay, fantastic. So you've been at the school for about three years, approaching 3 years. So, in that time span, how would you describe what it means to have an effective Independent School Board?

School Head 00:39

It's crucial, and Heads will be pretty miserable without an effective board.

Interviewer 00:55

How would you describe an effective board or I should say what are the key components of an effective board?

School Head 01:03

An effective board understands the division of the roles. The Head does operations, day to day. The board is about governance, the fiduciary responsibility and working in conjunction with the Head to generate ideas about the school sustainability. Changing priorities. And then I think it's also understanding that while the Head is an employee of the school, or the board has to be a part of it. And so that is, there's trust, there's communication, there's transparent communication. There's emotional support and there's moral support. And the idea that in that boardroom, on the board, the Head may disagree about things or decisions that have to be made on the operation side, or painful decisions like cutting funding or cutting positions or whatever, that when that meeting is over, that we're speaking with one voice and also has the Head's back. So if the Board doesn't understand its responsibilities and understand the relationship, it's a disaster.

Interviewer 02:36

Okay, those a really helpful, insightful points that you've made there. So just moving that a bit forward. Do you think that there are specific skills and capabilities that members of the board need to successfully fulfill their roles? If so, what are the skills and capabilities you think they need?

School Head 03:01
You know, I think a lot of boards do orientation. They heard about what the finance committee does, and what the school budget is. They've heard from the DEI coordinator, like priorities were that but onboarding, I think it's understanding how a board conducts itself and how individual members conduct themselves. That's important to understand that you don't speak with your voice anymore. When you walk out of that board meeting, you speak with one voice, you speak, elevating the head, supporting the decision the board has made your mum about any parent moaning and groaning about something of you're able to say, you know, you really need to talk to the board chair, or you know, you really need to go back and talk to the head of school. And so I think the onboarding part is important. I think also, boards need to do professional development. There are good organizations out there, local associations, that will train boards and that is really important, that they do professional development and definitely the clerk does professional development.

04:30
Sorry, when you say the Clerk, can you clarify?

School Head 04:33
Sorry, I'm at Quaker school, so we don't call our board chair a chair. We call them the clerk.

Interviewer 04:42
Okay, so for your specific school, and you can also speak about schools that you've worked at in the past, could you describe the successes that your school has experienced in developing and maintaining an effective Board of Trustees?

School Head 05:04
So I don't feel where I am, that I have an effective board. I have very nice people, very smart people. And I would say it's just, they haven't been trained in a while prior to my arrival, and so it's an undisciplined board. And I think there are a lot of people who haven't served on boards, who are on the board. I've been with two other school boards and I also worked at another school that had a really strong board, and when I think about one of the boards I sit on, it has a very strong board clerk. It's a Quaker school so board clerk or board chair. She runs a very tight meeting. I've been in committee meetings where the head has been present and where she has said that we're not going to talk about that because the Head's not in the room, or I need to take that to back to the Head, which to me is a clear indication that she has had a good working relationship. I worked in another school where I think the board members themselves were a bit more sophisticated. And so they had a better understanding and exposure to how boards behave. And I think it was also a clear understanding of that idea that they are in a partnership between the Head and the board, and also their work is to support the school first and primarily, but also to support the Head. And again, that came back to good board leadership. And then I think of the other board where again it's good leadership, so when the board starts going away from their responsibility, it's got a lot of parents on the board, it's important to have a board chair who says, we're not in the day to day operations right now, so we're going to stop. That sounds like operations. So I think that would be helpful of like people being at the table, knowing the roles, you're able to stop certain behaviors when boards or

board members start moving into spaces that they shouldn't be. And I think, so I don't know if that fully answers the question, but that's just what I've seen.

Interviewer 08:09
Yes, that's helpful. It's certainly difficult to for a school to have a board that's not functioning very well. So this would serve as a good example for those schools that are struggling to maintain an effective board.

School Head 08:27
So in my current situation, I have a board chair who really had no training other than serving as the Vice chair or the Vice clerk prior, to look at the clerk, your predecessor, that credit center hasn't been trained. Then it's like a circle that repeats itself. So I kind of worked with my chair, slash clerk. One of the associations we belonged to was doing a lunch conversation with other board chairs. I think you should go or what have you, but other than that, she has done no training. I have brought in a nationally recognized consultant as Head of the director of counseling education, where they have come in an explained this is what boards do, this is the relationship between the board and Head. And they literally ignored it. They didn't absorb any of the advice. So then I brought in the Head of NAIS, who is the Executive director of an organization that has oversight of schools, so I don't know what else I can do.

Interviewer 10:17
Yes, that's rather challenging.

School Head 10:19
That's not an effective board. Or a board where we're allowed to talk out of turn, and talk in a certain way to the Head of the school, and it's not stopped, it's not addressed. So other board members have to have to kind of take a board member to task, that's an undisciplined board. An undisciplined board that even though the local association and NAIS say a good board annually self-evaluates itself. And then you have a Head come in and say you should be doing an annual self-evaluation, here's a sample and the board still refuses to self-evaluate, that's an undisciplined board. So not even doing the basic of simple governance. And so then we make things different to hold board members accountable, board members don't know how to conduct themselves, You don't do best practices. So then you don't know what to do when you get a crisis. You don't know what to do when it's time to do a strategic plan because you can't get yourselves to do that. So I mean, that's just my experience and I've envied some of my friends who are Heads who have worked with them for boards to go with. So I'll give you an example. My school was trying to do self study for its reaccreditation, and it's stressful process. It's a three year process. So imagine trying to do your reaccreditation and write this very long report in the midst of COVID, and you explained it a year in advance to your board. And there's a section of it about governance, and you cannot get your board chair, governance chair engaged in the process. I need to board members to serve on this and they say oh they can't, we're too busy as if school is not busy. So then I bring in their accrediting body to do a 15 minute presentation to the board...this is what you should be doing, this is what we're going to look for. You may fail. You may fail one of your standards because you don't do a self evaluation. And it doesn't mean anything to them.

Interviewer 13:43
Yep, accreditation is very important.

School Head 13:47
And I said to my clerk and to the accrediting body, that's not a reflection on me. That's a reflection of verification of a dysfunctional board and not engaged board. Dysfunctional might be a strong word, but I think it's an undisciplined and unengaged board.

Interviewer 14:17
Well I was going to ask you to describe some of the challenges that your school has faced and I think that's a lot of challenges you've listed there.

School Head 14:29
So in addition to that I want to talk about the audit at our school. There's no audit committee, but the audit for our school usually get's finished up in December or January and having to explain your new head, walking in the door and having to explain, no school should be preparing for the audit in the summer. The auditors are there in late August, sometime in August, early September. You haven't you have your audit prepared before the new year and they didn't realize that. And they I was then being blamed. I just walked through the door, I just got here. So now the board is like a dog with the bone. Why is the audit not done?

Interviewer 14:49
So how many members serve on the board and how long has the board chair been in that position?

School Head 16:10
Our board chair can serve for two years at our school and there are 15 members on the board. This is problematic. The bylaws have not been updated. Approved decision for me should not work executive session to participate no one checks that. The parent representatives are sitting in executive sessions and my CFO and I realize for leadership, they should not be in there. When we go into Executive Session, because that's usually that's when. They cannot be present when I have shared with the board personnel matters.

Interviewer 17:50
Yeah, that's clearly a very difficult situation, to have a board like that. So I need to ask if you could describe your school's processes for recruiting and selecting members to join the board of trustees? I know that the board bylaws at the current school needs to be updated, but is there a process or processes that exist currently for recruiting new members?

School Head 18:36
I'm really glad that you can't see me right now because if you could only see my face right now.

Interviewer 18:45
Haha.

School Head 18:46
So before I came to this school I was an Assistant Head and I participated in every committee of the board because my Head trained me. And one of the committees I sat on was a governance committee and we had a three page document where names were color coded. And they were keeping track of potential board members. We need an educator. We want to do a new construction project. John Jones, I think he has construction experience. Do we need color coding? That document talks about race and talks about gender as well. And probably in January, the chair of the

committee would say to the board that we're considering these people to be our newest officers. Then April rolls around. The clerk dismissed it. There's no documentation of who's asked to join the board. Who's been asked? It's kinda like the flavor of the year so when I when I came in as a new head, and they were kind of guilty like, oh, there's no people of color on the board, then it was we have to have a diverse board. And so then there was one year there was all this energy to find black people to sit on the board. And then this year, it's all the energy of like, oh, we need a Head to sit on the board. And so there's no strategy. At my old school, I would be in those meetings as Assistant Head along with the advancement director so that if there was a name that came up, I could say this family may not be returning next year for xyz reason. Okay, so then the advancement director can say, yeah, they've got potential. With this board, there is no conferring with me. The person might have to be is married to a current employee who is leaving and I'm saying to governance, and board leadership that you have a potential conflict of interest because although this man's wife is leaving, a consultant work consulting for us next year. There's no response and he was moved ahead without consulting me where I could have said, you know, this might not be a good time for Larry to go on board. And here's why. So there's no process so for example there's just no prep to like they didn't figure out who the vice clerk of the board would be until July. Okay, so she all this effort was like, okay, she'll be ready to be the clerk 22-23. But we spent all the fall that nobody talked about. So we'd be lined up to be the vice clerk for 22-23. She takes ill in December and says, I'll stay on the board but I can't be the clerk. Two weeks ago, I found out who the clerk was and who the vice clerk was. And we're in April.

Interviewer 23:25
That's truly a lot of issues. It brings up a valid point about how communication is key. Communication appears to be an important component of having an effective board and it doesn't seem that this board is communicating very well. Is that accurate to say?

School Head 23:52
That's accurate to say but if they were disciplined, I would think even if the board chair wasn't effective, if people were disciplined and knew, it wouldn't be just me saying this is what governance looks like. And so that's the problem, they don't know. So there's nobody else other than the Head right now saying that's not right. In terms of Headships, the numbers aren't great for women and people of color, and so it takes on a funky layer for me because I now have weird dynamics with the board, right? And I kind of feel like they want me to stop giving recommendations. So why did you hire me? I had good training by a Head. I sit in board meetings and I sit on boards. I understand how independent schools run. I've given for example, two years, I've given the governance clerk samples of other school self-evaluations, of course with the school's permission, and all I get is thanks, and nothing has been done.

Interviewer 24:29
It sounds very challenging to work with a board like that. And I know this is going to be helpful for my research and specifically to schools struggling to create an effective board. So I'm going to close with asking two questions. I know this seems pretty intuitive, but do you think that diversity is important for an effective board? And if so, why? And then what strategies has your school used to develop and try to maintain an effective board? You've already talked about bringing in experts who explain what good board governance entails, and unfortunately, your board didn't listen to that but, if you could maybe go through some strategies that your previous school used to develop an effective board of trustees.

School Head 27:07
So at my current school, I have a student body that is very diverse. Great, okay. But I have a board of four people who self-identify as people of color.

Interviewer 27:15
That's not representative of the student body.

School Head 27:17
That's right, that's not representative of the student body. And I've witnessed them silence those new members, silenced on board calls, not being encouraged to speak and so they are token. And I had said something that I guess made people mad. We have a board with an executive committee, the Head, the clerk, Vice clerk, treasurer and the recording secretary. And because those members were all white, the thinking was we just need to put a person of color, we should have a person of color on the executive session, the executive committee, and I was like, why? They're not an officer. Why? That's tokenism. You should be looking at who you are grooming to be clerks of the committee and who do you groom to be officers. Diversity certainly matters but you have to be willing to honor that diversity and respect it, and also honor a diversity of thought. I saw and it matters to get in the room. And I, I came from a school, I remember that the Head hired me. I don't talk diversity to the board. When they say the word, I'll go and I have to become a leader. My previous Head was strategically trying to get more people of color. It was an all-boys school. We needed more people of color on the board, more women on the board, because he knew that they would bring a perspective that was missing. And I watched how he built relationships with those individuals by calling them or having lunch, building relationships with those people.

Interview with Board Chair

Fri, 4/22 10:48AM • 30:27

SUMMARY KEYWORDS

board, board members, school, people, years, building, classrooms, stayed, challenge, board meeting, works, effective, kids, pre k, committees, quarter acre, alums, members, strategy

SPEAKERS

Interviewer, Board Chair

Interviewer 00:05

Okay, so we are recording. Wonderful. Okay, so let's get started. How long have you served in this position as chairperson of the board?

Board Chair 00:16

That's a very good question. I believe I have been board chair now for about somewhere between 12 and 13 years.

Interviewer 00:24

Wow. That is a long tenure.

Board Chair 00:27

Yes, and my predecessor was the founder of the school and she was Board Chair for the preceding. Hang on a second. I'm going to have to do some math here. 28 years.

Interviewer 00:43

Wow. Okay, that's fantastic. You have a wealth of knowledge about how a board works so this will this will be very valuable.

Board Chair 00:52

I've been on the board for five or six years before that.

Interviewer 00:56

Yes, before you served in the board chair role.

Board Chair 00:59

Yeah.

Interviewer 01:00

Okay, so, in your words, or in your opinion, how would you describe what it means to have an effective Independent School Board?

Board Chair 01:08

Let me start with the narrative, when we really got organized as we have tried a number of different sizes and shapes and inputs and we finally got the NAIS trustee handbook, and spent a year and a half with the whole board going through it and talking over what we needed to change, what we liked, what we didn't like, and revised our bylaws, revised our board procedures to do what we felt was our best approach to that. So an effective board must not micromanage the Head. I would say first that the board's job is not to run the school. Ding ding.

Interviewer 01:20
Right.

Board Chair 01:33
And getting all your board members to understand that can be a challenge. One of the things I like about the way our board has shaken out in the last decade or so, is that we have a number of board members who have been on the board for years, sometimes they rotated off and come back on sometimes, you know, they've stayed on for quite a while but we we have people who kind of are familiar with the school and don't feel the need to get into details for the most part, which I think is much more of a challenge if you're having to train new board members every year. And one of the reasons we ended up with this situation is that our school was founded by a Christian Scientist, which is a Protestant denomination that dates back to the late 1800s in New England. And since all our board members have to be practicing Christian scientists, and it's quite a small denomination, there aren't a lot of people to choose from. That is another thing that has tended to have us stick with the same group for a while, but as I say that, it has its advantages as well as its drawbacks. So I think having an experienced board is important because then you have people who remember how strategy, the strategy that you kind of all agreed on a couple of years ago and are seeing how that plays out. You have people with deeper relationships with the school and I feel it works better than trying to bring in new people who want to try, want to try new things sort of for the sake of trying new things or really don't understand why the school is the way it is and don't fully buy into the purpose of the school.

Interviewer 04:19
I find that very insightful. What do you believe are the necessary skills and capabilities that board members need to succeed successfully fulfill their roles?

Board Chair 04:33
The skills they need to be good at include working in a group, they need to be good at participating in, listening to discussions, learning from them, adapting to the majority consensus. We try to find board members who have some skill or relationship with the school. So our board members, we have a lawyer, a banker, two very knowledgeable stock market money manager types, a couple of former teachers, several parents of alums. I think that pretty much characterizes our group. There are nine of us at the moment and we're looking for some other board members and one of the things we're opening our thought to now is the fact that the technology that the school has as we have smart boards in our classrooms, you know, little wandering mics, you can trot around so that somebody who was participating through the smart board with Zoom, can hear what's going on and speak loud enough for everyone to hear. And here. We have not been successful in the past with one exception the banker who lives in Atlanta, but the rest of us are all Houstonians and without one exception, and it's been so much easier for him to participate since zoom came to be because he doesn't have to fly in and then fly home for every board meeting, which is an added expense and an inconvenience for the rest of us. Because that means that [he] is typically starting to watch his watch

about an hour before our board meeting ends because his plane leaves like three hours after the board meetings.

Interviewer 06:43
Yes, okay.

Board Chair 06:46
So you just, it's just an unfortunate way it works that if you try to get them to come. In the first place, they're committing, you know, hundreds of dollars to transportation, there's usually somebody in town, they can stay with but still they have to fly here. And, you know, that's, that's in addition to their financial support at the school, which of course all board members are exposed or are expected to do to the extent they can. We have young family men who were just getting started, who are grateful if they can give $1,000 total over the year. We have, as I said a couple of investment bankers who if they manage their cash flow right can come up with $100,000 when it's needed.

Interviewer 07:35
Does your school implement a minimum requirement for giving?

Board Chair 07:39
We do not. We have three events that we expect board members to participate in. One is, well four at the moment, the annual fund. One is a Christmas dinner. One is our online auction, which is you know, a fundraiser for annual fund that the parent organization sponsors and the last, the new one, which is going to be ongoing for probably six or eight years, is our capital campaign. We have the help of a very generous donor in New Jersey that is funding the bulk of an $11 million dollar building that will be a new middle school and administrative offices for us that opens hopefully next September.

Interviewer 08:32
That's great.

Board Chair 08:33
Then after that we have a gymnasium theater arts building that will be a gym and a theater basically in all of the classrooms, offices and workshops that go along with that. And then after that, we're going to remodel our current Lower School. We're pre k three to a eighth grade. And we'll at that point, we won't need our multipurpose room that we have right now which is a theater on one end, and kind of a carpeted gym on the rest. And we'll be able to turn that into a really grand modern school library and a a catering kitchen, which are the two needs we have otherwise.

Interviewer 09:24
Very good.

Board Chair 09:25
But as I said, the first three are the ones that we expect board members to participate in. But there again, you don't have a financial limit. I remember other boards where they say you have your absolute minimum contribution is 3000, 5000, 10,000 some fixed amount. We don't do that because we want people's thoughts and prayers more than we want their dollars.

Interviewer 09:56

I appreciate it. I'm sure that's in line with your mission.

Board Chair 10:00
Yes.

Interviewer 10:00
That makes a lot of sense. So could you describe some of the successes that your school has experienced when it comes to developing and maintaining an effective board of trustees?

Board Chair 10:20
Well, I would say our greatest success which may not seem to you to relate directly to individuals on the board, is our acquisition of the last three, we have about a, we have about a five and a quarter acre campus at the moment. We had two and a half acres for the first, well until 2017/2018. But Hurricane Harvey hit, but we didn't know if I by the time 2017 was here we were 160 kids in a very small facility that was built for pre K through fourth grade. And I did one class in the library. We just had turned that into a classroom because we needed that. We had critical buildings, which was four classrooms and that was where the whole Middle School took place. So you know, we were just like sardines. And the problem is our neighborhood is very centrally located in Houston demographically, but what that meant was every time a lot near us came up for sale, developers bought it and turned a quarter and a half quarter acre and a quarter wooded lot into 25 three story homes.

Interviewer 11:55
Yes, it was hard for you to get space.

Board Chair 12:00
Oh yes. Just outbidding the developers was impossible, so when Harvey hit, first thing it did was to introduce us to our friends in New Jersey, this Foundation, who were looking for ways to support communities in crisis. And 25% of our families were flooded out by Harvey, so we were a natural candidate. So they came to school and got to know the school, liked what they saw, said if we ever needed financial help, we should think of them. And that winter of Harvey, Harvey was like September and that late November, early December. The school adjacent to us put an acre and a half up for sale because they needed the funding. They were having some issues and those behind us decided to sell out their lot so that they could tear down the little house they've been meeting in to build a proper, proper edifice. So all of a sudden we had all this land and the developers of course, were totally distracted by trying to rebuild from Harvey, so none of them were thinking about where to go next. They were trying to fix what they had. So we managed to get both properties with the help from our friends in New Jersey and some fundraising. We raised a million dollars on the front end ourselves. We we got the land and then we've been working since then to figure out how to do the building and things have opened up. So to me the greatest success we've had as a board is just working together on these long term strategies that have been so crucial to the unfoldment of our school. Because without these we would have stayed this funny little, tiny school itched into this little bitty property that really didn't look that attractive. This new building is is just going to be wonderful. It's 12 classrooms, offices for the admin, offices for our business folks, a Teaching Garden, we have a, we have an outdoor classroom program where the kids learn, you know, Natural Science and Environmental Studies and grow all kinds of weird vegetables and basically have fun, you know, settling into what a gulf coast ecosystem is like. The new building will further encourage that.

Interviewer 14:26

Yeah, I'd say that's a huge success and you know, to beat the developers with their own game and move move the school forward. That is a tremendous success. Well, excellent. Thank you for sharing that and I'm interested now to know, conversely, what would you describe as some of the challenges that your school has faced in developing and maintaining an effective board?

Board Chair 14:53

Well, I think the current political environment, with the vast quantities of disinformation available on the internet, and the way any social feed seems to only propagate what you asked for last, rather than trying to steer you towards some kind of neutral or fact checked reality. And every so often, one of our board members will get a bee in his bonnet, and go off half cocked on something he feels we ought to do. That is one of the biggest challenges I think, you know, we have we have fortunately stayed out of the rage business, which I'm grateful for. We haven't had any issues with that which seems to be such a such a problem anytime you get kind of a random bunch of people together. But so that can be very distracting for a community that is trying very hard. Just to cope with all of the challenges that come with running a school and raising the funding and deciding what you need for this kind of an expansion plan. So dealing with that, and dealing with what seemed to me like legit legitimate challenges and the distracting things that just seemed to come to me to come out of left field.

Interviewer 16:34

Yes, thank you so much for sharing that.

Board Chair 16:43

That's definitely a challenge and I can't imagine that that would get any easier if you were trying to turn your board over every three years the way some do. You know, they want people to have fixed terms and everybody rotates and you rotate off the board and then you can't be on it anymore.

Interviewer 17:01

So speaking of that, because I've been asking my other interviewees as well, do you think that term limits are a good thing or a bad thing?

Board Chair 17:13

I tend to think in most cases when you get on the board, you'll agree to stay for three years unless it is clearly mutually unacceptable. If we had somebody who got on and caused trouble, probably, you know, probably broke board confidentiality. You know, attempted to express partiality toward a particular faction in the schools, something like that, they will probably not last three years because there is a provision for excusing a member from the board earlier for cause. But it doesn't say after three years you have to stop. And for that reason, we have people who have been on the board as I say for quite a while, trying to think, it seems like I may be the longest termed person on the board at the moment but some of the other board members were on it when I wasn't in the 70s and 80s.

Interviewer 18:24

Okay, and so is this this is written into your bylaws and before anyone joins the board, are they expected to sign an agreement outlining their responsibilities?

Board Chair 18:46

We all sign a confidentiality agreement. We certainly extract it in person.

Interviewer 18:57
Okay.

Board Chair 18:58
Everybody is educated on the bylaws and on the board policies, and we go into that in detail.

Interviewer 19:06
That's very good. I just want to circle back to something you mentioned in the beginning of the interview, which was that it's important for an effective board not to micromanage the Head. So just talking about that a little bit more. Can you elaborate? Have you experienced this with some of your board members. Have they left the focus on strategy and tried to get it to the operational day to day?

Board Chair 19:36
Yeah we have one guy who wanted to make sure that we were teaching critical race theory. And obviously you don't with people as young as we teach. We teach critical thinking however.

Interviewer 19:51
Yes.

Board Chair 19:53
We we are a very diverse school, we're 50% kids of color. I think it's 56 percent this year, and that is fairly unusual for a private school in the South since they tend to have originated at least as white flight schools.

Interviewer 20:16
Okay, and so how did you handle that situation?

Board Chair 20:20
The board passed a resolution that this was not an issue and we were not going to take a stand up, that it was not our job.

Interviewer 20:28
Right. Okay. So that settled that. Sometimes you have to do that to have an effective board.

Board Chair 20:36
Yes. And we don't get involved in any hiring. We hire the Head, and then the Head hires the staff and manages them. We, obviously approve the budget, because that's our job, but the budget is figured out and managed throughout the year by the Head and his or her staff. And the board doesn't, doesn't mess with the details. We don't, we don't suggest vendors unless asked, we don't propose new programs. I mean, the curriculum is all set by the Head and his or her staff. I say his or her because we've had a female Head of School for the past 15 years, who was retiring this year. And we've just hired her replacement who is a man.

Interviewer 21:37

Very good, okay, that's very insightful. So, I would love if you could take some time to tell us about the strategies that your school has used to develop and maintain an effective Board of Trustees for those who for those schools out there that are really struggling to have an effective board, you know, what would you say are some strategies your school has used to develop and maintain that effective board of trust?

Board Chair 22:05
I think you need to have a board of people who want to learn how to be better. You have to all admit that there's a way you can do your job better. And you want to know what it is. And the second thing I would point to is the trustee handbook from NAIS. We found that most enlightning. It has a lot of good ideas that are based on schools experience on how stuff has worked. And as we talk through those, I think we all learned, grew and felt that we were doing a better job of meeting the school's needs because the board really is the strategic function of the school. That is our official role. We are to take a long view, steer the school, you know, 5, 10, 15, 20 years out and only worry about the shorter term, when that is crucial to the direction of the longer term.

Interviewer 23:17
Very helpful. The last question I want to ask is the process for recruiting and selecting members. I know you've talked about this a little bit earlier, which is great. So could you describe your school's process or processes for recruiting and selecting members to join the board. So for example, do they serve on committees or a year before they're asked to join? How do you go about electing new members?

Board Chair 23:49
We tend to ask the current members if they have any ideas as to who would be a useful new member. We had just send out the questions and request to all board members to suggest people they think might be good who aren't in the Houston area that we might be able to interest in lending their expertise to the board because of the zoom capability that we now have developed. Under other circumstances, I mean, everybody on the board is always kind of looking for someone in our community who might be helpful and interesting. And we're mindful of the NAIS guidelines. There are a number of categories that are useful to have like alums, our alums are still a little young to be all that helpful on the board. Sadly, not very many, well, we started out with four kids in 1970s. So if you go back to our alums who are in their 40s and up, you're not going to find very many of them. So, you know we didn't have 100 students until maybe 2006 or so. Six or seven, maybe even eight. Then we got we had just wonderful success. We got up to 160 kids, which for one class per grade is quite a lot. And then the oil prices, the oil business hit, and all the international students that we had. We had, for example, all the Maersk, a Danish company that had, it was a shipping company that had an oil affiliate that was based in Houston. They closed their oil affiliate and all 30 of their kids went home.

Interviewer 26:14
Oh, that's a challenge indeed.

Board Chair 26:16
Yes, exactly oh.

Interviewer 26:19

So you lost a lot of students right there and their families. So what did you end up doing in that situation?

Board Chair 26:28
Well, we thought we could attract more families naturally. We thought we thought we had a good website, but we just, kind of just were holding even and we finally, the board decided it was time to hire a marketing company. And they had networked with several other schools that have had similar problems. And it turned out that it was utterly crucial to have a marketing company keeping an eye on your website and you know collateral and all of the stuff because these days if you don't do pay per click, and you don't have a website that will open in an iPhone in less than 30 seconds, you really aren't going to attract anything people because they won't stick around long enough to see what have to offer. Yes, it's appalling. Yes. So we we did that and we've grown steadily since. Last year we had a huge increase. Last year we got 30 students instead of losing them with the pandemic and the quarantine and all of that. We had a real influx of people who thought we look like a nurturing safe haven, which is a big part of our reputation. Our purpose our mission is to inspire students to love, learn, and lead. We are a very challenging school academically. But we also take really good care to make sure that our kids aren't bullied, aren't shamed aren't aren't meant to feel inferior and feel that they all have some special superpower that they can develop and grow and flourish.

Interviewer 27:36
Wow. What a great community. Can I just ask about your committees? Is your board comprised of committees such as a governance committee, finance committee, etc.?

Board Chair 28:47
Yes, we have a few committees. We have a Head support committee, we have an investment committee. We have a finance committee. We don't need an executive committee because that requires a minimum of four or five people and the boards only nine people, so that's unnecessary. I think I was saying we did try having a bigger board. We got up to 20 people at one point and found it was just chaotic. There were, there were so many people who really weren't committed, who had their own opinion about what the board should do, what they should do, what we all should do. And it was several years of feeling like we're just going in circles. So we felt it was essential to limit our board to 12 or fewer members.

Interviewer 29:43
And that works well for you.

Board Chair 29:45
Yes, that seems to work well. We're a small school. We don't need a huge board.

Interviewer 29:50
That's fantastic. You've provided such a wealth of information today. I want to sincerely thank you for your time. So great to hear all of your insights today on what's worked and what hasn't worked, in addition to the successes and challenges your school has faced.

References

Bhagat, C., & Kehoe, C. (2014). High-performing boards: What's on their agenda?
McKinsey Quarterly, 1-5.

Bilimoria, D., & Pideret, S.K. (1994). Qualifications of Corporate Board Committee Members.
Group and Organization Management, 19(3), 334-362.

Boardsource (n.d.). Fundamental Topics of Nonprofit Board Service: Board Composition and
Recruitment. Retrieved from https://www.boardsource.org/fundamental-topics-of-
nonprofit-board-service/composition-recruitment

Boardsource (2021). Leading with Intent: BoardSource Index of Nonprofit Board Practices.
Retrieved from https://leadingwithintent.org.

Buse, K., Bernstein, R.S., & Bilimoria, D. (2016). The Influence of Board Diversity, Board Diversity
Policies and Practices, and Board Inclusion Behaviors at Nonprofit Governance Practices.
Journal of Business Ethics, 133, 179-191.

Brown, W. (2005). Exploring the association between board and organizational performance in
nonprofit organizations. *Nonprofit management and leadership*, 15(3), 317-339.

Chait, R., Ryan, W., & Taylor, B. (2005). *Governance as Leadership: Reframing the Work of Nonprofit
Boards.* Hoboken: BoardSource.

Cornforth, C. (2001). What Makes Boards Effective? An examination of the relationships between
board inputs, structures, processes and effectiveness in non-profit organizations. *Conference
Papers*, 9(3), 217-227.

Crittenden, V.L., Crittenden, W.F., Giglio, J.M., and Crittenden, A.B. (2017). Making the cut: Surgery on the board. *Business Horizons*, 60(1), 67-75.

Galinsky, A.D., Todd, A.R., Homan, A.C., Phillips, K.W., Apfelbaum E.P., Sasaki, S.J., Richeson, J.A., Olayon, J.B., & Maddux, W.W. (2015). Maximizing the Gains and Minimizing the Pains of Diversity: A Policy Perspective. *Perspectives on psychological science*, 10(6), 742-748.

Green, J.C., & Griesinger, D.W. (1996). Board performance and organizational effectiveness in nonprofit social services organizations. Nonprofit management and leadership, 6(4), 381-402.

Herman, R.D., Renz, D.O. & Heimovics, R.D. (1997). Board practices and board effectiveness in local nonprofit organizations. *Nonprofit Management & Leadership*, 7(4), 373-385.

Hillman, A. (2015). Board Diversity: Beginning to Unpeel the Onion. *Corporate Governance: An International Review*, 23(2), 104-107.

Hillman, A., Withers, M., & Collins, B. (2009). Resource Dependence Theory: A Review. *Journal of Management*, 35(6), 1404-1427.

Hillman, A., Cannella Jr., A., & Harris, I. (2002). Women and Racial Minorities in the Boardroom: How Do Director's Differ? *Journal of Management*, 28(6), 747-763.

Klarner, P., Yoshikawa, T., & Hitt, M. (2021). A Capability-Based View of Boards: A New Conceptual Framework for Board Governance. *Academy of Management Perspectives*, 35(1), 123-141.

Lorsch, J.W., & Clark, R.C. (2008). Leading from the Boardroom. *Harvard Business Review.*

Retrieved from https://hbr.org/2008/04/leading-from-the-boardroom

McCormick, J., Barnett, K., Alavi, S.B., & Newcombe, G. (2006). Board Governance of

    Independent Schools: A Framework for Investigation. *Journal of Educational Administration*,

    429-445.

Miller, T., Del Carmen Triana, M. (2009). Demographic Diversity in the Boardroom: Mediators of

    the Board Diversity-Firm Performance Relationship. *Journal of Management Studies*, 46(5), 755-

    786.

National Association of Independent Schools (2020). 2009-2019 Developments in the State of the

    Diversity Practice. *NAIS Research*, 1-30.

National Association of Independent Schools (n.d.). NAIS Vision, Mission and Values. Retrieved

    from https://www.nais.org/about/vision-mission-values/

Rhode, D.L. & Packel, A.K. (2014). Diversity on Corporate Boards: How much difference does

    difference make? *Delaware Journal of Corporate Law*, 39(2), 377-425.

Taske, D. & Rowe, M.A. (2020). NAIS Research: 2009-2019 Developments in the State of the

    Diversity Practice. National Association of Independent Schools.

Torres, A., Bernate, C., & Corbett, J. (2018). 2018 NAIS Governance Study. National Association

    of Independent Schools.

Vafeas, N. & Vlittis, A. (2019). Board executive committees, board decisions and firm value. *Journal*

    of Corporate Finance, 58(2019), 43-63.

Wiley Periodicals LLC (2020). Consider advantages of board member term limits. *Wiley Periodicals*,

37(4), p. 3.