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Tertulia : *A Learning Community* was created by two public school teachers and is incorporated under the laws of Arizona as a non-profit educational organization. *Tertulia* has been recognized by the Internal Revenue Service as a 501 (c) (3) organization.

Governance Structure

Tertulia is managed by an Executive Director who is charged by the Board of Directors with the responsibility of implementing policy; managing the daily operation of the school; overseeing the instruction of students; securing additional funding from public and provide sources; overseeing the disbursement of funds; employing, managing and terminating all employees; securing and producing contractual agreements for services including temporary and permanent facilities; public relations; community coalition building; and overseeing internal and external evaluations of program effectiveness.

The *Tertulia: A Learning Community* Board of Directors is a volunteer board that is charged with the responsibilities of overseeing the development of policy, assisting in fundraising and ensuring that the school fulfills all the requirements of the charter. The Board of Directors acts as the Governing Board and the Corporate Board.

Specific responsibilities include:

1. **To continuously re-evaluate the mission of *Tertulia* and determine the activities necessary to accomplish the mission.**

2. **To guide, support, and evaluate the Executive Director.**

3. **To ensure financial viability.**
   Financial Planning and Fundraising
   The Board must ensure the funds necessary to pay for the activities in the annual plan through setting a budget that is reasonable given projected revenues and providing for the generation of projected revenues.

   Fiscal Oversight
   The Board has ultimate financial accountability. It must ensure that sound fiscal management procedures are followed, that there is adherence to applicable government regulations, and that there are audits as appropriate.

4. **To provide for the accomplishment of programmatic objectives.**
   Board members are vital in linking student achievement to the community resources. The Board will base its decisions on the achievement levels of the students. They will hold the school's leadership accountable for the academic performance of the school through

feedback on the monthly achievement reports. In addition, the board will assist the school in publishing results of the school's academic performance in a quarterly newsletter.

5. **To assist in the creation and approval of all policies.**
   Board members assist in creating all policies regarding students, employees, and business policies and procedures. All policies must be adopted by the Board of Directors.

6. **To serve as spokespeople for *Tertulia: A Learning Community***
   Board members are charged with the responsibility of helping gain support for *Tertulia* from the financial, business, and educational communities.

In addition to the responsibilities listed above, the Board will also conduct all business, including decision making, in accordance with the Open Meeting Laws.

Decision Making Process

The Board of Directors will be tasked with making decisions for the school and will do so guided by the statutes and laws that govern non-profit board meetings. Key points during this process would be:

- Meeting agendas with decision items posted at lease 24 hours in advance.
- Agenda items are clearly marked as discussion items or decision items.
- All materials for the board meetings are provided to the members at least 48 hours before the scheduled meeting to allow adequate time for review.
- Board members are encouraged to communicate with the Executive Director for questions or clarification.
- The Executive Director will implement the decisions of the board in a timely manner.

As a means of supporting the decision making process, the Board will utilize committees when appropriate. Committee leaders will be chosen by the committee.

Board Committees

Each member of the Board of Directors will sit on at least one of the following committees:

- Fundraising Committee: Board members will work closely with the Executive Director to assure sufficient funding for the annual budget.

- Finance Committee: Board members will work with the Executive Director to ensure financial accountability and adherence to the state's Uniform System of Financial Records for Charter Schools (USFRCS).

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- Program Committee: Board members will work with the Executive Director and Principal to continually assess and improve academic and social-development programs for students.

- Board Development: Board members will work with the Executive Director to ensure effectiveness, diversity, and longevity of the Board of Directors.

- Volunteer Committee: Board members will work closely with the school's Principal to build a core group of volunteers for the classrooms.

Board Composition

Tertulia's Board of Directors is currently being developed to include constituents of the following categories:

1-2 members **Educational Community** (this includes members of higher learning institutions, teacher education programs, etc.)

2-3 members **Business/ Corporate Community** (this includes all corporate businesses, accountants, doctors, and members of the media.)

1-2 members **Legal Community** (this includes lawyers, judges)

1-3 members **Local Community** (this includes community activists, *Tertulia* teacher, and parent representative)

The Board will have no fewer than 7 members.

This representation on the Board, with consistent meetings and agendas, will provide the Executive Director with the support and resources to successfully manage the school and its resources.

Tenure

Board members will serve for two-year terms. Terms will be staggered to ensure that there will be experience on the Board at all times. Board members are limited to two successive terms, with the opportunity for reelection after a one-year sabbatical.

Exiting board members will assist in the search for his/her replacement prior to end of their term.

Time Commitment

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Board Meetings

The Board of Directors meets every third Thursday of the month in the later afternoon hours. Meetings generally last one and a half hours. Board members are expected to attend 10 out of the 12 yearly board meetings.

Each meeting, and all interactions of the board members will be conducted according to all mandated obligations including Open Meeting Law and policy approvals.

Committee Meetings

Every Board member serves on at least one of the committees. Committees meet as needed and require individual responsibilities and time commitments throughout the year.

Telephone Communication

Board members will be contacted frequently by the Executive Director, other Board Members or *Tertulia* staff members for assistance and/or feedback throughout the month.

Direct Involvement with Students

It is expected that all Board Members, to the best of their ability, commit to making regular contact with the students of *Tertulia*. This can be in the form of volunteering in a classroom and attending school-wide events. Board members should strive to make a minimum of four visits to the school per year.

Time Commitment

It is expected that each member of the *Tertulia: A Learning Community* Board of Directors will dedicate approximately 5-10 hours per month in Board activities.

Current Board of Directors

Tertulia's current Board of Directors is composed of members of the educational, business, and local communities. In addition, the board also incorporates the schools co-founders.

Jesus Aguirre,- President, Co-founder, Director of School Operations, District of Columbia Public Schools, Washington DC
Monica Liang Aguirre – Secretary, Co-founder, Principal of Oyster Adams Bilingual School, Washington D.C.
Dr. Eugene Garcia- Member, Vice President for Educational Partnerships at Arizona State University
Steve La Femina-Member, Former *Tertulia* Administrator, Michigan State University,

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Educational Administration
Tiffany Sandoval- Teacher Representative, Teacher/Social Worker for *Tertulia's* teacher representative

Board Development

During the current Executive Director's tenure, the level of board support and effectiveness has been difficult to maintain. Each Board member works diligently to provide whatever support possible, however due to obstacles outside its reach, the board was not as effective as any of its members would have hoped. *Tertulia's* executive director recognizes the needs of the board and is taking steps to improve the board. Several weaknesses of the board have been identified through interviews with board members and reflection on the year's board activities. These weaknesses and a plan for improvement are outlined below.

Board Strengths

Tertulia's board members are representative of several aspects of the community and are experts in their fields. Each member of the board is committed to the mission of *Tertulia* and possesses a strong desire to see *Tertulia* succeed. The school's founders are members of the board and provide a valuable perspective to the board. In the ten years that the founders were managing the school, they gained a tremendous amount of knowledge and experience that has been very beneficial to the current leadership. These strengths have guided the school through many years of successes and learning opportunities. *Tertulia* is ever grateful to the present and past board members and especially its founders.

Board Weaknesses

In countless hours of conversation with the board members and the school's founders the following weaknesses have been identified:

- Minimal local participation: Three of the five board members reside on the east coast of the United States. The board members are far removed from the operation of the school.
- Underdeveloped Internal Governing Structures: The decision making process and the use of committees needs to be revisited.
- Key aspects of the community are underrepresented. At this time there is no representation from the legal community.
- Lack of a structured system for evaluating the Executive Director.
  The school's founders were the school's only leaders before the current Executive Director and as members of the board had not established a system for executive evaluation.

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Tertulia will implement a board development initiative to address each of the identified weaknesses.

<u>Board Development Initiative</u>

Goal
The overarching goal of this initiative is to establish a board that meets the expectations described above. More specifically, *Tertulia* will form a nomination committee to recruit and nominate potential board members, develop and implement a training program for the board. assist the board in revising its bylaws, and develop a proposal for an instrument to evaluate the executive director.

Nominating Committee
The executive director will establish a nomination committee that will assist in the recruitment of potential board members. This committee will consist of 3-5 individuals who understand and embrace *Tertulia's* mission, who have contacts within the community, and who are willing to seek out potential board members. Existing board members will participate on this committee if possible. This committee will complete the following activities:

1. Establish goals and create timelines.
2. Create a recruitment materials packet
3. Develop a plan for recruitment
4. Present nominations on behalf of the school to the Board of Directors

The board will convene to hear and act on the recommendations of the committee. In the event that the board approves the recommendations of the committee, the current board members will then act on individual member status including continued membership, resignations, or changes in status as appropriate.

Board Training

The board president and the executive director will work together to develop to train the board members regarding expectations and responsibilities. Training topics will include *Tertulia's* mission and programs, board structure and operations, Open Meeting Laws, and specific responsibilities and committees. This training will be conducted at the start of each fiscal year and might change depending on the needs of the board members. All board members would be required to attend the training session.

Sample Training Agenda
Times would be added as the board president and executive director complete the plan.

Topic	**Leader of This Section of Meeting**	**Time (minutes)**

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Welcome	Board chair	
Review of agenda	Board chair	
Introduction of participants	Each person introduces themselves	
Overview of organization	Executive director reviews mission, history, programs and introduces key staff	
Roles and responsibilities of governing board	Board chair reviews overview of roles, role of executive director, and comparison of roles of board and staff	
Overview of board structure	Review listing of current officers, committees, and committee chairs	
Overview of board operations	Board chair reviews key points from bylaws and board policies, board operations calendar, sample committee work plans, and sample meeting agenda and minutes	
Administrative activities	For example, set the schedule for next year's board meetings, refine the board operations calendar, update the list of board members, etc.	
Next steps	Board chair poses reminders of upcoming activities and events	
Meeting evaluation	Board chair	

Bylaws

In the development of the board, the executive director would work with the existing board to revise the existing bylaws to bring them into alignment with the current operations of the school. These would then be presented to the board for approval and implementation. In this review, it would be critical to conduct research of other boards to determine what is effective and what is available. Guidance from the legal community would be vital at this stage. Some components to consider when reviewing the bylaws are:

- Ex-Officio members
- Fiscal Responsibilities
- Governing Board vs. Corporate Board
- Executive Director evaluation and hiring

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- Strategic Planning
- Internal structure (president, secretary, treasurer, etc)
- Role of the Executive Director on the board

With the development of these bylaws, the board would have more direction and guidance regarding oversight of the school and can be more effective and sustainable.

Executive Director Accountability

With the ever-increasing levels of accountability in education, it is important that every governing board have in place systems for holding the management accountable. This organization is no exception. *Tertulia* has made enormous gains in the area of accountability. The staffing structures, assessment systems, intervention and enrichment programs, and professional development on the school level is established and demonstrating results. Those systems can now be adapted to include a full-school accountability to the Board of Directors.

Just as the individual teachers are held accountable for student achievement and the principal is accountable for teacher effectiveness, so should the Executive Director be held accountable for school wide progress, With the development and implementation of an evaluation system for the Executive Director, true accountability will be demonstrated at all levels and a more accurate evaluation of the effectiveness of the school can be conducted. The Executive Director would work with the board's leadership to develop and implement this process.

Conclusion

Tertulia's Board of Directors is a dynamic entity with its own strengths and weaknesses. Through reflection and analysis, a plan has been developed to address the weaknesses and reap the benefits of its strengths. With the implementation of this plan, *Tertulia* will be better equipped to continue its mission and can do so with more effectiveness and credibility.