



## **The Board's Involvement in Operations? Board vs. Head of School Roles & Boundaries**

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There's a ton of literature from NAIS and BoardSource on the roles and boundaries of boards vs. heads of school in the non-profit world generally and the independent school world specifically. Here's the back-pocket version:

What's common and best practice regarding operational matters?

### **1. Board does the following:**

- ***Sets general policies*** on budget, endowment, admissions criteria, bylaws, meeting patterns, process for selecting new trustees; whistle-blowing; hiring; non-discrimination; confidentiality; diversity; financial aid; etc.: If the board members want to do something useful in the operational arena (the head's domain), it could compare the school's current policies to the standard of best practice around policies and procedures found in the NAIS handbook on policies and procedures, [Policies for Independent Schools](#) (digital and paper copies available for purchase on the NAIS website).
- ***Establishes the strategic direction of the school:*** i.e., has a current strategic plan in place with strategies, action steps, metric, benchmarks, and timelines for both the board and the school's leadership.
- ***Leads in fund-raising for the school,*** making leadership annual and capital gifts at a sacrificial and priority level appropriate to their financial circumstances, and accompanying the head and advancement officer on cultivation and "ask" visits to major donors.
- ***Hires and supports the current head of school,*** and transitions to a new head when the time comes.
- ***Serves as ambassadors*** to wider community.
- ***Replaces itself with worthy successors.***
- ***Sets the agenda for board meetings*** (executive committee task, in concert with the head of school).
- ***Expects and prioritizes the head's report*** at the beginning each board meeting, typically a brief update report with time for Q&A, but sometimes a reflection on a challenge or a current snafu or controversy.

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- **Circles the wagons** when a crisis occurs, knowing that the board speaks with one voice, through the board chair, and the school speaks with one voice, through the head of school, and appreciating that those who ignore this expectation contribute to exacerbating half-life of the crisis.

- **Delegates to the head decision-making authority on all matters operational** – including disruptive situations such as student discipline/dismissals and faculty/staff evaluations, hiring, and firing - with the exceptions of ...

- inviting board interviewing of candidates for the three senior positions that have some level of dual reporting responsibilities, both to the head and board (admissions, advancement, CFO), and in...

- informing in advance of the news breaking of any upcoming dismissals, firings or non-renewals or other matters that likely be highly controversial or have reputational consequences, so board members are not blind-sided, and can say to constituent challenges, "The head and board chair shared with the full board the need for this action, and the board as a board supports the head's authority and judgment in this matter." Period. No caveats like "...although I personally disagreed."

2. **The Board does NOT do the following** (since it has hired and supports a head of school to manage daily conundrums in the highly emotional cauldrons of schools):

- Become involved in disputes with parents, students, alumni, faculty, or staff

- Interject itself in the day-to-day execution of policy

- Second-guess decisions the head of school makes (although free to raise questions with the head and board chair about them - knowing that the board chair would and should in most cases say, "That's not our call to make.")

- Make public any disagreement with a decision the head has made, albeit free to share that sentiment with the head confidentially, and I would encourage any trustee to do so, so the head understands whatever objection there may be and has a shot at countering it with more data or nuance, as the situation may allow.

3. In addition to managing the school on a day-to-day basis, building and supporting a highly competent leadership team to executive the operations of the school, and partnering with the board on developing the vision and strategic direction for the school, **here's what the head of school does** to help the board execute its duties and support the school:

- in conflictual or ambiguous situations or potentially highly controversial matters:

- Informs the board chair and as prudent the full board on upcoming challenges or any current kerfuffle and his or her decision (guided by debate on the admin team) on what to do.

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- Shows receptivity to feedback on the plan and actions, feedback that stops short of being over-ruled unless the decision has legal, moral, or reputational consequences the board feels should seriously be considered with an alternative path that seems wiser.

All the above seems simple and straightforward enough, but vigilance to sustain these boundaries seems particularly challenging for schools. Why? Because unlike virtually any other business, the customers, especially current parent board members, have too close a relationship with the service providers (the teachers and staff), and sometimes feel inclined to side with them rather than with the leadership. When was the last time a parent or board member invited a garage mechanic or the bagger at Whole Foods or the CFO of the accounting firm for his or her business on a holiday outing with the family, or to his or her child's birthday party, or some other close connection not unusual in our business?

These close relationships in our schools are a virtue most of the time that add value to what our schools provide, but sometimes they result in stressors, role confusion, and boundary-crossings that lead to undermining the leadership, the protocols, and the enterprise.

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