

# Sounding Board

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*Promoting Quality Charter School Governance*

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## Charter School Board Committees

### Introduction

Charter school leaders and school board members often wonder about and discuss the wisdom of creating committees of the board (sometimes also called subcommittees) to carry out certain activities on behalf of the full board. In Minnesota, there are no statutory requirements for charter school boards to have board committees and when a board decides it prefers to operate without separate committees, it is said to be operating as “a committee of the whole.” In other words, all matters related to governance of the school come before the full board for initial presentation, further research, deliberation, and decision-making.

Before making a determination as to whether or not to create committees, wise boards do some informal research about board committees to gain an understanding of the potential benefits of board committees, any potential drawbacks of board committees, the ways in which committees provide the best service to their boards, pitfalls of having board committees, and other pertinent information. The board should also consider the size and complexity of the school’s governance needs. The bottom line is that committees that assist the board in being a more efficient and effective governing body are value-adds and should be seriously considered. However, the board should avoid committees that exist purely as a formality or that do not add value to the efficiency and effectiveness of the school board.

### A Note about MN §13D, Open Meeting Law

All board committees operate under MN §13D, Open Meeting Law, regardless of whether their membership constitutes a quorum of the board. This means the following:

- All committee meetings must be posted in accordance with notice requirements in MN §13D. This includes the date, time, and place at least 72 hours in advance (if there is not a regular committee meeting schedule posted), as well as access information if the meeting is to be held remotely (only allowed when the conditions of MN §13D.021 apply).
- All committee meetings must be open to the public (MN §13D.01 Subd. 1(c)1 & 2).
- All committee meetings must provide one public copy of the agenda and any materials related to agenda items (MN §13D.01 Subd. 6)
- The meeting minutes of committees having board-delegated authority must be posted on the school’s website for at least 365 days from the date of publication (MN §124E.07 Subd. 8(b)1).

## Types of Board Committees

### *Committee of the Whole*

The first type of committee was mentioned above and that is the “Committee of the Whole,” in which the board deliberates all matters that come before it as a full group. This may not be thought of being a committee; however, it is important to understand that this is a viable option depending on the board’s needs to be an efficient and effective governing body.

### *Ad Hoc Committee*

An ad hoc committee is one that is created by the board for a specific purpose and the committee is disbanded once that purpose has been served. For example, perhaps a school is considering improvements to its outdoor learning spaces and some board members have particular interest and energy in that project while other board members are supportive of the project but would rather put their energies into other board work. The “ad hoc outdoor learning space committee” could be appointed to research options and costs for such improvements and to do so within a specified period of time (e.g. six months) and then report its findings / recommendations back to the full board for its consideration. Schools have created ad hoc committees to consider grade level expansion, oversee facility improvements, investigate school safety issues, etc. There is no restriction on the topics that ad hoc committees may be assigned to consider; however, each ad hoc committee considers a single topic within a specified timeframe.

### *Standing Committees (or Permanent Committees)*

Committees of this type are just what their name suggests. They do not disband after a set period of time as do ad hoc committees and they exist for as long as the board wishes them to exist. Examples of common standing or permanent committees include finance, governance, policy, school board election, director evaluation, fundraising, and others. These committees serve a specified function as determined by the board (often included in the school’s bylaws and further discussed below) and the committee carries over from year to year.

## Structure of Board Committees

Regardless of the type of committees a charter school board may decide to have in order to improve its efficiency and effectiveness, savvy boards invest the time to make a careful determination as to the specific purpose of each committee and to specify the board’s expectation for each committee’s activities and output. The purpose and the board’s expectation of each committee it creates is put in writing, deliberated and approved by the board as the formal process to create a committee. Board committees that are unclear as to their purpose and the board’s expectation are often the ones that go month after month without meeting, a committee in name only. They do not end up improving the board’s efficiency or effectiveness.



As the board deliberates the creation of a committee, it should create what is known as a “committee charge.” In the charge to the committee, the board tells the committee what kind of committee it is (ad hoc or standing / permanent), what the board wants it to do, describes the authority / limits of the committee, and spells out the committee’s accountability to the board (usually a reporting requirement).

To illustrate this better, here is a sample:

### Finance Committee Charge

The finance committee serves in an advisory role to the board and has no authority of its own to act on behalf of the board. The finance committee shall be a standing committee of the board comprised of no fewer than two current board members, one of which shall be the board treasurer, and other members (parents, community members, etc.) as the committee may deem helpful to its work, not to exceed seven members in total. The school's financial services provider should attend all committee meetings or be available electronically during committee meetings to respond to questions and provide pertinent information to the committee. The board treasurer shall serve as the committee chair. The chair of the finance committee will, at each regular board meeting, inform the board of the committee's activities for the month, identify any financial matters or issues that the board should be especially aware of to carry out its fiduciary responsibilities, and make a recommendation to the board as to the completeness and accuracy of the school's monthly financial report.

To support the financial oversight responsibilities of the school board, the finance committee is charged with the following requirements:

1. Meet monthly during the year, at least one week prior to each scheduled school board meeting.
2. Review monthly financial records to include, but not limited to: balance sheet, check register, credit card activity, budget to actual revenue / expenses, current student enrollment, status of line of credit, and monthly cash flow actual and projections.
3. Clarify with the school's financial services provider any information about which the committee or members have questions or would like additional information.
4. Review three- and five-year budget projections.
5. Review the annual audit process.
6. Review preliminary annual audit summary.
7. And any other activity that will provide the committee with information to stay abreast of the school's current and projected financial position.

### Benefits of Board Committees

Generally, committee work allows the full board to work more efficiently and effectively (which often results in shorter board meetings). The list below (by no means inclusive), identifies some additional benefits of having committees of the whole, ad hoc, and standing/permanent committees:

- **Committee of the Whole.** Ease of communication, fewer meetings, less confusion, fully engages all board members in all topics related to board governance
- **Ad Hoc Committees.** Focus on a single topic for a specified period of time, captures board members'



interest on a specific topic, “gets the job done” for the board so work can continue efficiently and effectively on other topics, easy to understand purpose / charge.

- **Standing / Permanent Committees.** Provides long-term stable assistance to the board, maintains important activities of the board, distributes the work of the board, likely to engage other stakeholders who do not serve on the board.

## Potential Downsides of Board Committees

While generally an effective practice, some charter school boards have noted downsides to the committee structure:

- Board members do not pay attention to topics that are considered by a board committee they are not on. This is especially true with finance committees where some board member pay less attention to the monthly financial documents than they should because they know there is a finance committee that is doing that due diligence. In other words, some board members do not fully engage in meeting their responsibilities when there are committees doing some of the work for the board.
- When committees do not have a clear charge (i.e. description of responsibilities and limitations), they sometimes exceed their authority or otherwise do not provide the benefit the board had hoped for when the committee was formed. For example, if a board has not been charged with making purchasing decisions on behalf of the board, the committee cannot commit to expenditure without full board approval.
- Maintaining membership and attendance at board committee meetings can be a challenge over time, especially if members serve on multiple committees.

## Summary

Charter school boards can and should make use of board committees when those committees can provide assistance to the board that enhances its efficiency and effectiveness. Committees should have a clear written purpose and charge that identifies their type, responsibilities, membership, limitations, and any other features important to the board. Annually, the board should candidly evaluate the effectiveness of its committees and make a determination as to their future. In the evaluation of its committee structure the board should discuss any unintended consequences that may be taking place as a result of the board committees. For example, are all board members still knowledgeable and engaged with understanding topics on the agenda, including monthly monitoring of items like financials? Or does the board leave it up to the committee for discussion and decision-making?

**NOTE:** In reviewing hundreds of monthly board meeting minutes, Osprey Wilds evaluators observed that charter school boards have board committees of all types. Finance committees are the most prevalent and seem to meet with the most regularity. Other committees meet with varying purposes and time commitments.

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More resources can be found on our [website](#).

