

## **Governing Board [14 Del. C. §§ 512(1)-(2), (6) and (9)]**

### **1. Governance Philosophy. Explain the general philosophy of governance....**

The Board of Montessori Works, Inc. (henceforth referred to as “the MW Board”) will serve as the founding board for SMS, but will put in place an Operating Board (henceforth referred to as “the SMS Operating Board”) by January 2018. During this time, the MW Founding Board will also recruit for a school leader, market to Delaware teachers to build a candidate pool for the school, seek a facility, develop bylaws for the operating board, establish Montessori teacher preparation opportunities in Delaware and raise funds for the school.

The MW Board initially, and the SMS Operating Board eventually, will provide oversight of the academic fidelity, legal activity, financial solvency and organizational integrity for the school. Once established, the SMS Operating Board will operationally oversee the activities of the school leader and school activities. This includes overseeing the budget, financial accountability, human resource decisions and, student and teacher behavior (conduct appeals, etc.).

Management of the school will reside with the school leader and staff, who will ultimately report to the SMS Operating Board. Operational decisions will be brought to the operating board.

Montessori Schools are inclusive schools in all areas of their functioning, including governance. There will be many ways for parents and teachers to be involved in decisions and the school in general. The bylaws developed by MW for the Sussex Montessori Operating Board will mirror those of First State Montessori Academy which is the model for SMS. With this in mind, the SMS operating bylaws will include both legal guardians (including, but not limited to, parents) of students enrolled at the school and teachers of the school as Members of SMS. As Members, these individuals will have the right to attend Annual Meetings and to call Special Meetings of the Members for the purpose of electing the school's directors and transacting other business of the school. In addition, the by-laws will require that both the legal guardians and teachers have representative directors on the board of directors at SMS, thereby assuring their inclusion in decision-making at the school. Finally, the board will establish committees as outlined in section 1.4 Performance Management item 5. These committees will be comprised of parents, guardians, and teachers from the broader community as well as SMS operating board members.

### **2. Structure and Composition. Describe the size, current and desired composition, powers, and duties of the Board, etc....**

As shared above, the MW Board will be the founding board. Details about the MW Board and the skill set of each member can be found in section 1.2 Founding Board and School Leadership.

The MW Board is comprised of up to 19 seats. As of this writing, there are 12 seats occupied on the Board. Three of these Board members live in Sussex County and will also serve on the SMS Operating Board. A copy of the Montessori Works, Inc. by-laws is included in this application.

The SMS Operating Board will be established with the sole purpose of opening and operating the Sussex Montessori School and related before school, after school, and educationally related programs offered outside of the traditional school year. The SMS Operating Board will be comprised of at least 7 members and no more than 12, some of whom will also have served on the MW Board, which will ensure continuity of the mission based on the institutional knowledge of the MW Board. The Board will consist of persons with expertise in the areas of law, finance, education, the Sussex County community, and communications/public relations. This structure will ensure that there is board expertise in all of the areas as outlined in the table in section 1.4 Performance Management item 5. The operating board will include at least one teacher from SMS and one parent of an enrolled student. The presence of an SMS Montessori teacher will ensure that the board makes decisions with the requirements of the Montessori approach at the forefront.

**3. Roles. Describe the primary roles of the Board and how it will interact with the Principal/School Leader and any advisory bodies.**

The SMS Operating Board will oversee the School Leader's roles and responsibilities and the School Leader will ultimately be accountable to the Operating Board. Three current or former MW Board members who live in Sussex County: Sean Steward, Carol Holzman, and Alonna Berry, are expected to join the SMS Operating Board.

During the Planning Year for SMS, members of the MW Founding Board will work together oversee various aspects of the Start-Up of the school. This plan is detailed in Section 1.2 Founding Board and school Leadership. To summarize MW board members will focus on the following areas:

- **Project Manager:** Taylor (contractual services)
- **Governance, Financials and Operating Board:** Reeves, Armstrong, Conces, Steward
- **Educational and Academic Fidelity:** Zankowsky, Harrison, Richardson, Smith, Gorowara, Berry, Hermance
- **Professional Development:** Zankowsky, Harrison, Smith
- **Teacher and Leadership Recruitment:** Zankowsky, Hermance, Carrino, Harrison
- **Facilities:** Reeves, Conces, Steward, Holzman, Armstrong
- **Finance, Budget and Audit:** Reeves, Conces, Zankowsky, Steward, Armstrong
- **Legal:** Armstrong,
- **Community and Parent Engagement:** Berry, Steward, Holzman

All work will be coordinated by Jesse Reeves, President of Montessori Works, and Linda Zankowsky, Vice President, Montessori Works. Efforts will be facilitated and assisted by J. Brett Taylor.

4. **As Attachment 11, provide a completed and signed Charter School Board Member Information Form for each proposed Board member.**

See Attached

5. **As Attachment 12, provide a completed and signed Charter School Board Member Disclosures Form for each proposed Board member.**

See Attached

6. **Procedures. Explain the procedure by which Board members have been and will be selected....**

**Founding Board Composition and Terms:** The MW Board was constituted in 2012. The Board elects their successors. Any Board member may nominate such person or persons considered qualified for service as a member of the Board. Any person nominated shall be approved by a majority of those Board members present and voting. No election of a board member shall occur until all members have had at least 7 days to review the information and qualifications of the potential member. If a vacancy shall occur due to the resignation or inability of a member to perform his or her duties, the position shall be filled by an individual nominated by any member of the Board and approved by a majority vote of the Board present and voting. Such individual shall serve for the remaining term of the member that is being replaced. Any member of the Board may succeed him or herself. Members of the Board shall serve terms of three years each, with an opportunity to serve an additional three years. No member shall serve for more than three consecutive terms. A previous member may be re-nominated to the Board after an absence of no less than one year.

The MW Board will hold its annual meeting (as required under its tax-exempt status) in October. Its regularly scheduled meetings occur once a month and special meetings may be called as needed. MW meetings are open to the public, subject to the requirements of the State of Delaware Freedom of Information Act and Open Meeting Act. Agendas and notification of its meetings will be published at least 7 days prior to the meeting. It will publish its financial statements and minutes on its website for open inspection.

The MW Board has four standing committees: Executive, Board Development and Governance, Communications and Marketing, and Fundraising and Organizational Development.

**Operating Board:** Upon approval of the charter, The MW Board will begin forming the SMS Operating Board which will include some current and former MW Board members. The SMS Operating Board will be formed by January 2018. This timeline allows for board training

through an organization such as DANA to ensure that the operating board understands its role and responsibilities.

The SMS Operating Board will consist of no less than 7 and no more than 12 members and will have the necessary skill set to oversee the operational, legal, contractual, human capital and academic aspects of the school. Specifically, the Board will consist of persons with expertise in the areas of law, finance, education, the Sussex County community, and communications/public relations. The Board members will have a demonstrated interest in or willingness to learn about the Montessori approach to education.

The first order of business for the Operating Board will be to review and approve proposed bylaws developed with legal counsel by the MW Founding Board and modeled after the FSMA bylaws. It is expected that the board will meet monthly in public sessions with agendas posted up to 10 days in advance of the meeting as required by law. An annual meeting will be held by the Operating Board in May prior to the opening of the school and each year thereafter. The Board will develop standing committees. Once teachers have been hired and children have been enrolled, the board will fill the positions for the teacher and parent representatives. Modeled after the FSMA Board, the members of the corporation will be the parents or legal guardians of students enrolled in SMS and teachers at the school. The SMS parent members will be elected by the parents of currently enrolled children and the teacher members will be elected by the teachers.

## 7. School Oversight

### a. Describe how the Board will approach its oversight role.

The SMS Operating Board will oversee the activities of the School Leader, who will be subject to an evaluation process. This evaluation process will include three quarterly informal assessments of school operations and one annual formal evaluation. Performance metrics for the position will include:

- Overall school academic performance meets the targets for year three as described in the Educational Plan Section Student Performance Goals.
- The Board will use the NCMPS's rubric to evaluate the school program with the school leader and ensure that it maintains its authenticity to the Montessori approach.  
<http://www.public-montessori.org/resources/ncmps-rubric-essential-elements-montessori-practice-public-sector>
- School open and closes on time and as expected on a daily and annual basis;
- Transportation operations will be addressed competently and issues arising with students, parents, and contractors will be addressed in a timely manner;
- School meets DOE compliance requirements for charters school per DOE regulatory guidance;
- School sustains and/or grows student enrollment over the course of the school year;
- Individual student performance shows expected growth;
- Low absentee and student discipline cases;
- Low vacancy and turnover rates of personnel;

- Ongoing offerings of professional development;

The school leader and other academic and operational personnel will brief the SMS Operating Board each month on critical academic, financial and operating issues within the school. All academic, financial and organizational performance metrics will be posted on the SMS website, including all monthly financial reports.

**b. Describe the school's financial policies and procedures,...**

**Governance:** The SMS Operating Board's role in the procurement process for the SMS is to encourage that cost-effective goods and services are purchased for the School while ensuring that the laws and regulations of the State of Delaware are followed in all procurement activities. The Board's role is to oversee the activities of the School Leader and designees in the procurement activities, review monthly financial reporting and approve major procurement contracts as recommended by the School Leader based on the guidance below.

**Accountability:** It is the intent of the SMS Operating Board to ensure that a) no audit findings of significant or material nature are identified in any post-transactional audits; b) that no conflicts of interest are demonstrated on the part of the staff of the School in the procurement of goods and services; and c) that management controls are in place to ensure that there is no conflict of interest, malfeasance or financial improprieties.

Charter Schools purchase goods and services at their discretion. The school can choose to adhere to the State policy on thresholds requiring bids but it is not mandated. Nonetheless, the School wishes to obtain the best purchase price and performance from its purchases and to be as transparent in their selection as possible. The SMS Operating Board with the consent of the MW Board will establish a lower threshold for purchases than what is required under State law and set a threshold requiring multiple signatures from the Board. In addition, SMS will use state approved contractors whenever practicable. SMS will also recommend that any purchases which require specialized goods or services, technical expertise and / or have large financial material impact (e.g. capital items, technology, large furniture orders or specialized scientific equipment) be subject to, at minimum and at the SMS Operating Board discretion, three quotes from companies on the state procurement lists or a request for proposal process.

All financial transactions will be transacted through the First State Financial System and all payroll and other personnel functions will be performed through the State of Delaware's Payroll Human Resources Statewide Technology (PHRST). All financial transactions, budgets, financial reports and audits will be posted on the SMS website within one week of approval by the Board. The school will secure a purchasing card for items under \$100; however, the School Leader will be the only authorized user and all billing for the purchasing card will be paid through the FSF system.

- c. **Describe an, at a minimum, annual process for evaluating whether financial allocations have effectively supported the school in carrying out its mission and meeting its goals.**

The SMS Operating Board will prepare a five-year projected budget based on projected enrollment targets for the school. This will serve as a planning tool and will be adjusted each year to reflect changes in expected enrollment. It will prepare an annual budget for each approaching school year at the close of the Choice Period (January) with revisions performed after the required April 1 submission of the enrollment data to the Department of Education. The budget will be adjusted based on the enrollment and unit count determination after April 1. A subsequent revision will occur after the official unit period ending September 30. The budget will be reviewed against actual transactions each month.

- d. **Identify the enrollment threshold that would compel the Board to delay opening the school and explain why.**

SMS is projecting a 260 student enrollment in the first year with an approximately 65 student enrollment for each subsequent year. The school intends to meet at minimum 80% of its projected enrollment (208 students). The lowest threshold for the school to meet its financial sustainability is 208 students. We have included a 100% enrollment and 80% enrollment in Attachment 19. If the number enrolled drops below 208, we will re-evaluate the budget to see if any reductions impact the academic fidelity of the program. Another scenario may be the acquisition and financing of the land and building. We will delay the program if financing is not obtained by Summer/late Fall 2017.

- e. **Describe how the Board and School Leadership Team will utilize the school's mission in everyday practice and decision-making**

The school leader, with support and oversight from the SMS Operating Board, will promote and ensure:

- The well-being and best interest of the students
- The community relationship among students, teachers, and families
- Kindness and respect for all cultures and peoples
- Clear expectations for students
- Responsible personal choices and the development of independence
- Collaboration between students, between teachers, and between students and teachers
- On-going parent communication and education

The Montessori philosophy is echoed through its training in leadership and classroom techniques. Board members and school leadership will receive training in the Montessori philosophy as part of a frequent series of trainings through Montessori organizations, such as the North American Montessori Center and the National Center for Montessori in Public Schools.

**f. Describe the School Leader contract. Identify whether there will be performance targets in that contract and, if so, what they are.**

A school leader contract will be Among the performance targets:

- School open and closes on time and as expected on a daily and annual basis;
- Meeting DOE compliance requirements for charters school per DOE regulatory guidance;
- Meeting the performance targets as outlined in the DE Organizational and Financial Performance Frameworks;
- Sustained and/or growing enrollment of students over the course of the school year;
- Continued improvement of student performance;
- Individual student performance shows expected growth;
- Low absentee and student discipline cases;
- Low vacancy and turnover rates of personnel;
- All teachers will meet professional development targets, including Montessori and State required targets, within three years of hire.

**8. Board Improvement. Explain the plan for increasing the capacity of the Board.**

All Board members are required to participate in a Department of Education approval program for financial accountability and special education legal requirements. In addition, the SMS Operating Board will contract with the Delaware Association of Nonprofit Agencies (DANA) to obtain training on a myriad of Board activities, including:

- Marketing and Communication of your Mission
- Program Evaluation and Outcomes Measurement
- Human Resources and Volunteers
- Fundraising
- Finance & Legal
- Public Advocacy, Affairs, & Policy
- Governing Body Development
- Succession Planning
- Customer/Client Service
- Sustainability/Organizational Life Cycles

The Board will be continually apprised on its obligations under State law and regulations through on-going consultation with the Department of Education. These rules will be reviewed at every year at its annual Board meeting.

**9. Board Continuity. Describe how, and on what timeline, new Board members will be recruited and added.**

As the school matures, we anticipate recruiting Board members for an ever-increasing pool of business, community and parent volunteers. Each newly installed Board member will be

required to go through both DOE and DANA training as well as participate in our on-going and annual trainings for all Board members.

**10. Ethics and Conflicts of Interest.**

All Board members will be acquainted with and will sign the Montessori Works, Inc. conflict of Interest policy. See attached in Appendix\_\_\_\_\_.