

Concordia Lutheran Schools of Omaha Governing Board Policies



Concordia Lutheran Schools of Omaha
15656 Fort Street
Omaha, NE 68116

Outcomes

Our Mission

CLSO Students: Faith Secure. World Ready. Kingdom Leaders

Our Values

A Welcoming Community

Christian Worldview, Kingdom Mindset

Quality Christian Education

Servant Leadership

World Ready, Faith Secure Students

Desired Outcomes

Desired outcomes describe the ends or purposes of Concordia School. Desired outcomes policies, or ends policies, describe what results we are here to achieve, who the recipients will be, and the cost of those results. These policies do not address means, methods, activities, or specific programs. Every policy in this section must address either results, recipients, or cost. Desired outcomes reflect the never-ending work of the board in determining what the school will attempt to accomplish in the future.

1.0 Global Desired Outcomes Policy

1.1 Results

Our aim, as a distinctively Lutheran school, is to develop students who are faith secure, world ready, and kingdom leaders.

1.1.1 By faith secure (Up), we mean students who:

- Clearly articulate their personal relationship with Jesus
- Demonstrate the Fruit of the Spirit
- Are rooted in God's Word

1.1.2 By world ready (Out), we mean students who:

- Succeed in higher education
- Are competent in core life skills
- Live missionally as ambassadors for Jesus
- Defend their faith as informed by Scripture

1.1.3 By kingdom leaders (In), we mean students who:

- Model Christian character in the way they live
- Positively influence and serve in the home, church, community, and the world
- Pursue careers in professional church work

1.2 Recipients

We serve students living in greater Omaha and surrounding communities.

1.2.1 Full-time students: We seek to serve:

- Students from our member congregations
- Students from other Christian congregations
- Students from other nations
- Students from families seeking a quality Christian education

1.2.2 Part-time students: We accommodate part-time students as space and scheduling allow.

1.2.3 Home-schooled students: We accommodate home school students as space and scheduling allow.

1.2.4 Special need students: We accommodate special need students as resources allow.

1.3 Cost

The outcomes are delivered at a cost commensurate with providing a quality education to as many students as possible, consistent with good stewardship of the resources provided by tuition, member congregations and additional sources of income. (1.0-1.3 Added and Approved April 26, 2016)

Executive Limitations

These are the constraints placed on the Head of Schools' efforts to achieve the desired goals and outcomes of Concordia Lutheran Schools of Omaha ("CLSO"). The Global Limitation is further defined and detailed by the sections that follow. Unless restricted in the Executive Limitations Policies, all actions are acceptable.

2.0 Global Executive Limitations Policy

The Head of Schools shall not cause or allow any practice, activity, decision or organizational circumstance which is unlawful, imprudent or inconsistent with the Christian faith, Articles of Incorporation, By-Laws, Board Policies, or Mission of Concordia Schools, or a violation of commonly accepted business and professional ethics and practices.

2.1 Ministry and Doctrine

The Head of Schools shall not allow programs and other services which are inconsistent with the values of Concordia Schools or the LCMS. The Head of Schools shall not allow the persistent teaching of false Christian doctrine by any school staff or volunteer.

2.1.1 The Head of Schools shall not fail to have policies and procedures in place to receive feedback from staff and/or parents regarding compliance with Section 2.1 and to provide any response deemed appropriate after consultation with pastoral counsel as the Head of Schools deems necessary.

2.2 Finance

The Head of Schools shall not allow Concordia School's financial resources to be received or expended without proper oversight and safeguards or fail to report on financial activity in an accurate and timely manner.

2.2.1 The Head of Schools shall not accept any restricted gifts or memorials that conflict with the school's values or that negatively impact the school.

2.2.1.1 The Head of Schools shall not fail to receive a written statement listing any donor restrictions accompanying any temporarily or permanently restricted gifts in excess of \$10,000. **(Revised Oct. 25, 2016)**

2.2.1.2 The Head of Schools shall not fail to keep a permanent record/file of temporarily restricted gifts, donor restrictions, and the conditions under which the restrictions were met or lifted.

2.2.2 The Head of Schools shall not fail to report to the Board financial conditions or changes of financial conditions that may materially impact the school.

2.2.3 The Head of Schools shall not fail to ensure availability of all financial information that would allow an annual external audit of the school's financial condition or ensure the completion of the audit by a qualified independent source agreed upon by the Board. Completion includes responses to any recommendations included in the Audit within 90 days of receipt **(Revised May 23, 2017)**

2.2.4 The Head of Schools shall not allow payment of non-budgeted expenses over 2.5% of budget with no splitting of order to avoid the limit, without prior approval from the Board.

2.2.5 The Head of Schools shall not borrow or lend funds without prior Board approval.

2.2.6 The Head of Schools shall not allow deviations from generally accepted accounting principles.

2.2.7 The Head of Schools shall not allow for the usage of school credit cards without a credit card policy being in place.

2.2.8 The Head of School shall not allow funds to be invested in a manner that is not prudent.

2.2.9 The Head of Schools shall not fail to operate without a fundraising policy.

2.2.10 The Head of Schools shall not fail to present an annual budget to the Board that includes sound assumptions concerning projected enrollment, income, expenses, and debt service.

2.2.11 The Head of Schools shall not dispose of any single capital asset with a fair market value in excess of \$35,000 without prior approval of the Board.

2.2.12 The Head of Schools shall not fail to establish procedures to provide financial assistance for families with demonstrated need.

2.2.13 The Head of Schools shall not expend school funds without having an established system of internal control policies to ensure the protection from misappropriation and to ensure reporting integrity.

2.3 Human Resources

The Head of Schools shall not cause or allow conditions that are inconsistent with the Christian faith or policies that deviate from local, state, or federal laws or regulations regarding paid staff and volunteers except where necessary to uphold biblical morals as interpreted by LCMS policies and doctrine.

2.3.1 **Compensation:** The Head of Schools shall not allow the organization to operate without written procedures for the compensation provided to school staff in compliance with state and federal law.

2.3.1.1 The Head of Schools shall not be allowed to set his compensation or the compensation of staff who are family members.

2.3.1.2 The Head of Schools shall not create compensation obligations over a longer term than revenue can safely be projected.

2.3.1.3 The Head of Schools shall not promise permanent or guarantee employment.

2.3.2 **Performance and treatment of staff:** The Head of Schools shall not allow the school to operate without appropriate policies that clarify job description, personnel rules for staff, provide for effective handling of grievances, and protect against acts of harassment, sexual, racial, or otherwise.

2.3.2.1 The Head of Schools shall not allow the school to operate without written procedures for the hiring, firing, promotion, or demotion of staff, and shall not fail to provide such written procedures to the Board on or before January 1 of each year.

2.3.2.1.1 The Head of Schools shall not fail to identify, hire and retain key administrative staff including an elementary principal, high school principal, activities director and guidance counselor who are of the highest available competence, skill and ability necessary to fulfill the Mission, Values and academic standards of CLSO.

2.3.2.1.2 **Deleted Oct. 25, 2016**

2.3.2.1.3 The Head of Schools shall not fail to include in the criteria for selection of new employees the ability of the individual to further the Mission and Values of CLSO from a spiritual standpoint.

2.3.2.2 The Head of Schools shall not fail to discharge any employee with consistently unsatisfactory performance due to lack of ability, failure to abide by the school's policies, rules, and regulations or a failure to fulfill the requirements of the job.

2.3.2.2.1 The Head of Schools shall not fail to provide the Board with an annual summary of staff performance after the annual performance evaluation process. **(Revised Oct. 25, 2016)**

2.3.2.3 The Head of Schools shall not fail to have in place Administrative Policies that are required by law, are congruent with the values and mission of the school, provide a grievance process, and allow for worker confidentiality.

2.3.2.4 The Head of Schools shall not fail to document the awareness of school staff to Human Resource policies.

2.3.2.5 The Head of Schools shall not operate without a written, Biblical process to resolve any conflicts that should arise among staff. The Board should not be uninformed of any significant unresolved conflicts among staff.

2.3.2.6 The Head of Schools shall not fail to establish and update job descriptions for every employee or regular volunteer.

2.3.2.7 The Head of Schools shall not fail to ensure that annual performance appraisals are conducted for all employees.

2.3.2.7.1 The Head of Schools shall not fail to have in place objective written criteria for making annual performance appraisals for all employees and shall not fail to provide such written criteria to the Board prior to commencement of such appraisals.

2.3.2.7.2 The Head of Schools shall not fail to include, in the above written criteria, elements for assessing performance in the areas delineated in CLSO's Mission, Values, and academic standards including the areas of being welcoming, providing quality Christian education and demonstrating servant leadership as well as faithful application of law and Gospel. **(Revised Oct. 25, 2016)**

2.3.3 **Benefits:** The Head of Schools shall not allow the organization to operate without written procedures for the benefits provided to school staff in compliance with applicable laws.

2.3.3.1 The Head of Schools shall not fail to ensure that information regarding annual benefits is communicated in a timely and understandable manner to all applicable staff.

2.3.4 **Call Process Approval:** When extending the Call the Head of Schools shall not fail to get approval from the Board to extend a Call. If the Call needs to be extended at a time when a regularly scheduled Board meeting is not in the immediate future, the Head of Schools shall not fail to gain approval from the Board via e-mail. Such e-mail shall not fail to include the proposed staff position of the candidate, the timeframe for employment as well as the biography and previous experience of the candidate. **(Added and Approved April 26, 2016)**

2.4 Asset Protection and Risk Management

The Head of Schools shall not allow the school building and grounds to be inadequately maintained or used for inappropriate purposes.

2.4.1 The Head of Schools shall not fail to insure against theft and casualty losses to at least eighty percent (80%) replacement value.

2.4.2 The Head of Schools shall not fail to insure against liability losses of Concordia Schools, Directors and staff in an amount greater than or equal to the average for comparable organizations. **(Revised April 26, 2016)**

2.4.3 The Head of Schools shall not fail to provide the Board with an annual report of insurance coverage for review.

2.4.4 The Head of Schools shall not allow Concordia Schools to operate without a detailed written crisis management plan and a security policy. The security policy shall not fail to include a threat assessment and threat management plan. The Head of Schools shall not fail to have the crisis management plan and security policy reviewed at least bi-annually by a qualified expert. **(Revised April 26, 2016)**

2.4.5 The Head of Schools shall not fail to have in place such administrative procedures that address all student travel other than normal travel to and from home to school.

2.4.6 **Facility:** The Head of Schools shall not operate facilities without a written set of guidelines governing use.

2.4.6.1 The Head of Schools shall not allow facilities to fall into disrepair.

2.4.6.2 The Head of Schools shall not fail to keep facilities clean and properly maintained.

2.4.6.3 The Head of Schools shall not make building modifications which do not conform to the Board policies.

2.4.6.4 The Head of Schools shall not allow inappropriate use of facilities by any group or individual.

2.4.6.5 The Head of Schools shall not allow use of facilities by outside groups or individuals to pre-empt school use by activities.

2.4.6.6 The Head of Schools shall not allow non-Christian groups or individuals to use facilities for religious functions.

2.4.6.7 The Head of Schools shall not fail to have in place such policies that prohibit the serving and consumption of alcohol unless approved by the Head of Schools.

2.4.6.8 The Head of Schools shall not fail to have policies and practices in place to ensure the protection of CLSO property against environmental contamination, including but not limited to, dumping of debris, chemicals or hazardous materials.

2.5 Planning

The Head of Schools shall not fail to have in place a strategic plan and a yearly operational plan. **(Revised May 23, 2017)**

2.6 Communication and Support of the Board

The Head of Schools shall not permit the Board to be uniformed or unsupported in the important development of the health and life of the school. **(Revised May 23, 2017)**

2.6.1 The Head of Schools shall not allow the Board to become unaware of anticipated, adverse media coverage, lawsuits, or external or internal changes or events that materially affect the policies of the Board, including any criminal activity on campus affecting CLSO property, staff or students. The Head of Schools shall not fail to notify the Board of any criminal activity resulting in a call to or contact with law enforcement at the earliest reasonable opportunity of such call or contact. **(Revised April 26, 2016)**

2.6.2 The Head of Schools shall not fail to advise the Board if, in the Head of Schools' opinion, the Board is not in compliance with its own polices, particularly in the case of Board behavior, which is detrimental to the work relationship between the Board and the Head of Schools.

2.7 Issues of Privacy

The Head of Schools shall not fail to document a policy that protects individuals' private information. This includes but is not limited to financial information, personal issues, and spiritual care issues.

2.8 Conflict of Interest

The Head of Schools shall not fail to identify all conflicts of interest, real and perceived, and resolve any that are unacceptable.

2.8.1 The Head of Schools shall not allow the Board to be uniformed of his potential conflicts of interest. The disclosure shall include membership on, a substantial financial interest in or employment of the Head of Schools or a relative of the Head of Schools by any organization doing business with the school.

2.8.2 The Head of Schools shall not accept any gifts of favors of a substantial nature from any organization doing or seeking business with the school.

2.8.3 The Head of Schools shall not fail to have a plan to resolve all unacceptable conflicts of interest.

2.9 Succession Planning

The Head of Schools shall not operate without a documented succession plan so the school can continue to operate in the case of a sudden or extended absence of the Head of Schools.

2.10 Academics

With respect to the academic and educational programs of Concordia Schools, the Head of Schools shall not fail to provide coherently organized academic standards, policies, guidelines, practices and requirements that meet or exceed those mandated by the State of Nebraska-Department of Education, accrediting agencies and the Nebraska District LCMS.

2.10.1 The Head of Schools shall not fail to have in place, publish and appropriately communicate such policies and requirements necessary for the various academic programs of CLSO.

2.10.2 The Head of Schools shall not fail to provide for all full-time students to be scheduled for formal religious instruction.

2.10.3 The Head of Schools shall not fail to have in place procedures to track relevant aggregate measures of academic performance and ability including but not limited to standardized test scores, by subject matter area, and shall not fail to provide reports on such measurements to the Board at least annually.

2.10.4 The Head of Schools shall not fail to have procedures in place to conduct, on at least an annual basis, a survey or other assessment of parents, students and staff as to the academic programs of CLSO, including opportunity for comment and suggestions, nor fail to provide a report to the Board summarizing the results and any plan to implement any opportunities for excellence or to address any areas identified as needing improvement. **(Revised May 23, 2017)**

2.10.5 The Head of Schools shall not fail to have policies in place to encourage and promote academic integrity and to discourage practices which facilitate or tend to lead to academic dishonesty among students. **Last approval date-April 26, 2016**

Board-Staff Relationship

Board-Staff Relationship policies address how the Board and Head of Schools relate to each other. In general, the Board speaks with one voice and all Board authority is delegated through the Head of Schools. This means the Head of Schools reports to the Board as a whole, not to individual Board members, officers, or Board committees. This also means the Board works only with the Head of Schools and does not direct the work of staff or volunteers.

3.0 Global Board-Staff Relationship Policy

The Board's only official connection to the operations of the school and its conduct will be through the Head of Schools.

3.1 Delegation

The function of the Board is to develop, monitor, and enforce policy, not implement it. No individual Board member may direct the Head of Schools. The Board shall delegate authority only to the Head of Schools and only acting as a whole, except assignments of its own work to committees, consultants, or officers. Any other school employee or volunteer, or entity operating with the authority of the school, shall receive their direction from the Head of Schools or a person assigned by the Head of Schools.

3.1.1 Members of the Board shall keep the Head of Schools informed about material conversations with any staff member that violates the Board and Head of Schools relationship. **(Revised Oct. 25, 2016)**

3.1.2 The Head of Schools may develop operational policies, rules, or procedures and may make decisions in any way the Head of Schools deems appropriate as long as the policies adopted by Board are followed.

3.1.3 Decisions of the Head of Schools do not need approval by the Board, except as required by Board policies.

3.2 Reporting to the Board

The purpose of reporting is to determine the degree to which Board policies are being fulfilled. Information that does not do this will not be considered reporting. Reporting will be as concise as possible while providing necessary information.

3.2.1 The Head of Schools shall report as requested or events dictate on economic, sociological, legal, and political conditions and trends.

3.2.2 The Head of Schools shall provide to the Board financial statements for the schools on a monthly basis.

3.2.3 All reports required for the Board meetings will be distributed at least 5 calendar days prior to the meeting.

3.2.4 The Head of Schools shall provide to the Board an updated organizational chart, which includes all individuals compensated by CLSO, at the beginning of each academic year with a description of responsibilities, employment status, and a summary of accolades or major concerns

resulting from Annual Reviews for all employees (see the 2016 chart) **(Revised Oct. 25, 2016, Oct. 24, 2016)**

3.2.5 The Head of Schools can invite individuals to bring reports to the board.

3.2.6 The Head of Schools shall provide to the Board an Enrollment Report at the first Board meeting after the beginning of each semester which includes 1) the total number of students for each class, 2) the total number of new students for each class, and 3) the total number of students who have not returned for each class as of the beginning of the most recent semester compared to the beginning of the previous semester. **(Revised Oct. 25, 2016)**

3.2.7 **(Revised Oct. 25, 2016, deleted Oct. 24, 2017 based on coverage elsewhere)**

3.3 Head of School Accountability

The Head of Schools is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the Head of Schools.

3.3.1 The Board will view the performance of the Head of Schools as identical to organizational performance, so the organizational accomplishment of the Board stated Desired Outcomes and compliance with Head of School Limitations will be viewed as successful performance of the Head of School.

3.3.2 **(Moved to 4.2.6 Oct. 25, 2016)**

3.3.3 **(Moved to 4.2.7 Oct. 25, 2016)**

3.3.4 The Head of Schools will relate to the Board with integrity, honesty and straightforwardness.

3.3.5 The Head of Schools shall be accountable to the Board for provision of adequate counsel on social, legal, theological, Synodical, and other changes relevant to Board decision areas.

3.4 Governance Policy Violations

The Head of Schools shall monitor, inform, correct, and develop preventative systems for exceeding limitations. The Board shall monitor compliance with Board policies. In the event an Executive Limitations policy is exceeded, the following action will be taken: **(Revised Oct. 25, 2016)**

3.4.1 The Head of Schools or any member of the Board will give an immediate notice to the Chair of the Board once an Executive Limitation has been perceived to have been exceeded. If the Executive Limitation has been exceeded for an excessive period of time and gone unnoticed, the Head of Schools will develop a better monitoring system. **(Revised Oct. 25, 2016)**

3.4.2 If the exceeded Executive Limitation is immediately correctable, the Head of Schools will take the necessary action within policies and report the results to the Board. If the exceeded Executive Limitation is not immediately correctable, the Head of Schools will establish and implement corrective actions, reporting them to and gaining approval of the Board of a deadline for complete correction.

3.4.3 The Board will review any Executive Limitations policy that has been exceeded for its soundness as a test of ethical and prudent behavior.

3.4.4 The Board will not allow one-time exceptions to policies. If a policy is exceeded it is a violation of the policy and not an exception. If an action is acceptable under certain conditions, then those conditions will be stated in the policy.

3.5 Annual Performance Review

The Board shall ensure that the Head of Schools receives an annual performance review. The Board shall measure the Head of School's performance against Board policies. **Last Approval Date-May 26, 2015**

Governance Process

Governance process policies describe the standards of behavior for individual Board members and the Board as a group. These policies describe the way the Board operates. They clarify the governing style of the Board, Chairman's role, Board member conduct, Board member responsibilities, and the use of committees. If any Board process issue arises that is not specified by these policies, the Board chairman should guide Board process.

4.0 Global Governance Process Policy

The purpose of the Board, on behalf of member congregations, as defined in Articles of Incorporation - Article 7 and Bylaws Article 4, is to respectfully serve the Lord on behalf of Concordia Schools through policy-based governance. This will be accomplished by assuring that the school fulfills all of its spiritual and business functions, to achieve its desired outcomes, and avoiding unacceptable actions and situations.

4.1 Governing Style

The Board will govern lawfully, observing the principles of the Policy Governance model, with an emphasis on (a) outward vision rather than internal preoccupation, (b) encouragement of diversity in viewpoints, (c) strategic leadership more than administrative detail, (d) clear distinction of Board and Head of School roles, (e) collective rather than individual decisions, (f) future rather than past or present, and (g) proactively rather than reactively.

4.1.1 Function: The Board leads and guides the schools by using policy-based governance. The function of the Board is to develop, monitor and enforce policy.

4.1.2 Group Authority- the Board shall exercise its governing authority as a whole. No individual Board members shall exercise such authority except as instructed by the Board.

4.1.3 Consensus Decision Making- the Board shall strive to make decisions by consensus.

- a. The Board will utilize the first meeting after the annual election of new Board Members to prioritize the work of the Board for the year. This policy is complementary to Policy 3.1 which mentions "assignments of its own work to committees..." The objective of the prioritization session is to clearly define expectations for Committees for the year and have all Board Members assigned appropriately. **(Added Jan. 23, 2018)**

4.1.4 Policy Development- the Board's policies are to be active and dynamic. They are meant to be changed and revised regularly, based on the intent of each section and the changing context within which the school functions. The Board shall maintain written policies of four types:

4.1.4.1 Policies with respect to Strategic Plan, Outcomes or Ends (SECTION I) -- Affirmative statements setting forth the purposes, effects and acceptable costs of operations.

4.1.4.2 Policies with respect to Head of Schools Limitations (SECTION II) – Limiting statements that bind administration.

4.1.4.3 Policies with respect to Board and Staff Relationship (SECTION III) – Clarifying statements about delegation to and monitoring of administration.

4.1.4.4 Policies with respect to Board Self-Governance (SECTION II) – Statements setting forth the style and rules with respect to the Board's own tasks and processes.

4.1.5 Policy Review Schedule-The Board shall review every policy at least once a year.

4.1.6 Request for Policy Review- Any Board member or the Head of School may ask, at a regular Board meeting, for a review of specific policies. The Board may act or refer for review by a committee of the Board. **(Revised-November 24, 2015)**

4.1.7 Resolutions- the Board will pass resolutions for specific action when required by law, Board policies, or the By-Laws. The Board shall not adopt resolutions for the purpose of circumventing Board policies.

4.2 Meetings of the Board (Added November 2019)

Board meetings are closed meetings. Any individual requesting to attend a Board meeting or address the Board will contact the Chair. The Chair will confer with the Head of Schools and Executive Committee in light of school and Board policy. If allowed, the Board's role will be to consider any request in light of Board governing policies. Groups are not entertained by the Board.

4.2.1 Minutes of regular Board meetings will be available after being approved by the Board.

4.2.2 Executive Session may be requested by a Board member at any regular meeting. A majority vote of the Board is required to move into Executive Session. Minutes of Executive Session are confidential to the Board of Directors.

4.3 Board Code of Conduct (Formerly policy 4.2)

The Board commits itself and its members to spiritual, ethical, professional and lawful conduct, including proper use of authority and appropriate Christian behavior when acting as Board members. Members must have loyalty to the school, un-conflicted by loyalties to staff, other organizations, and any personal interest.

4.3.1 Members must avoid conflict of interest with respect to personal or business gain. Members must disclose to the Board any transactions that may give the appearance of being a conflict of interest.

4.3.2 Members may not attempt to exercise undue individual influence over the school.

4.3.3 Members will respect the confidentiality appropriate to issues of a sensitive nature. They will respect the one voice principle by communication of the consensus decision and not the individual view points of the members.

4.3.4 Member interaction with the Head of School or with staff must recognize the lack of authority vested in individuals except when explicitly authorized by the Board.

4.3.5 Member interaction with the public, press, or other entities must recognize the same limitation and the inability of any Board member to speak for the Board except to repeat explicitly stated Board decisions.

4.3.6 (was 3.3.2) The Board will not give instructions to persons who report directly or indirectly to the Head of Schools. **(Revised Oct. 25, 2016)**

4.3.7 (was 3.3.3) The Board will not evaluate, either formally or informally, any staff other than the Head of Schools **(Revised Oct. 25, 2016)**

4.4 Responsibilities of Board Members (Formerly Policy 4.3)

4.4.1 **Chair:** The specific duties of the Board chair are to:

- Establish the agenda for Board meetings in compliance with the policy calendar established by the Board and provide it to Board members minimum of 5 calendar days in advance of the meeting.
- Preside at all meetings of the Board. Lead the board in making the most effective use of the board's time together by facilitating the completion the agenda in a reasonable amount time, while encouraging relevant discussion. Follow Robert's Rules of Order, as needed to maintain orderly conduct of business. **(Revised Nov. 22, 2016)**
- Arrange for an annual performance review of the Head of School.
- Discuss and review corrective actions with individual Board members when they violate their responsibilities
- May delegate authority, but remains accountable to the Board for its use.
- The Board Chair is responsible for all official communication with those Delegates. The Board Chair may delegate this responsibility to other Board Members but it remains a Board function, not a responsibility of the Head of Schools or any other Staff Member. **(Added Jan. 23, 2018)**

4.4.2 **Vice-Chair:** The specific duties of the Vice-Chair are to:

- Preside at all meetings of the Board in the absence of the Chair
- Discuss and review corrective actions with the Chair when the Chair violates responsibilities.

4.4.3 **Secretary:** The specific duties of the Secretary are to:

- Record and distribute official minutes

- Preserve approved minutes in an archive
- Maintain the official Board Policy Manual (Revised Nov. 22, 2016) (Revised April 26, 2016)

4.4.4 **All Board Members:** The duties of all Board members are to: (Revised Nov. 22, 2016)

- Be fully engaged and carry out additional duties as assigned.

4.4.5 Officer Election process adopted at the March 28, 2017 Board Meeting under New Business (added Jan. 23, 2018)

1. Immediately after the Annual Meeting has been held, the existing Officers will declare their intent for re-election for the office they currently hold and that will be communicated to the Board that day.
2. Additional nominations must be communicated to the Chair within one week of the Annual meeting.
3. The Chair will confirm the willingness of each nominee to serve within the week following nominations.
4. The ballot will be posted on OneHub two days prior to the May Board meeting.
5. Each position will be voted individually at the regular May Board meeting in the following order.
 - a. President
 - b. Vice President
 - c. Treasurer
 - d. Secretary

4.5 Board Committees (Formerly policy 4.4)

As necessary, the Board may appoint committees to help do Board work. Committees report only to the Board and may not direct staff. Board committees may not speak or act for the board except when formally given such authority for specific and time-limited purposes, regardless of whether board members sit on the committee. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Head of Schools. This policy applies to any group which is formed by board action, whether or not it is called a committee. It does not apply to committees formed under the authority of the Head of Schools. Committee reports will be delivered to the board by the next regular board meeting. **(Revised-November 24, 2015) (Revised Nov. 22, 2016)**

4.5.1 The Board may utilize the skills of appointed at-large members on standing and short-term committees of the Board. Service will be for two years and not to exceed two consecutive appointments. In the event that a committee completes the assigned duties, the term of appointed at-large members will expire. **(Added 11.2019)**

4.6 Board Self-Review (Formerly policy 4.5)

At the end of every meeting, the Board will self-review, discussing the following questions:

How well have we honored God in the work we have done to promote the ministry by showing love, care and concern to each other?

How well did we stick to Board business and stay out of staff business?

How well did we communicate effectively and openly with the Head of School and with each other?

How prepared are we to speak with one voice? **(Revised Nov. 22, 2016)**

4.7 Board Meeting Agenda (Formerly policy 4.6)

The Board shall establish a basic structure for its meeting to assist the Board and Head of School in processing information in a way that allows them to maintain a policy-based orientation. A typical meeting will contain the following structure:

Call to Order

Devotional and Prayer Time

Consent Agenda Approval (including previous Board Minutes and budget report)

Board Work (review, editing or introduction of new policy)

Board Growth Session (development)

Head of School's Report

Old Business

New Business

Board Self Review

Closing Prayer

4.8 Board Member Orientation (Formerly policy 4.7)

The Board will provide new Board members with access to the following: **(Revised Nov. 22, 2016)**

Strategic Plan

Policy manual

Information about policy governance

Articles of Incorporation and By-Laws

Minutes from prior six months

Current budget and most recent financial report

Current Head of School's report

Roster of Board members and phone numbers and email addresses

Assignment of a current member to serve as mentor

4.9 Policy Review Schedule (Formerly policy 4.8)

The Board Chair will ensure that all policy is reviewed during the course of a year. Notwithstanding the order listed below for periodic review of policies, any policy may be reviewed at any meeting pursuant to section 4.1.6. The policies will be reviewed in the following order:

- 1 - Mission and Values (February or March)
- 2 - Executive Limitations (May or June)
- 3 - Board-Staff Relationship (August or September)
- 4 - Governance Process and Board Self-evaluation (November or December)
(Revised-April 26, 2016), (Revised Nov. 22, 2016)

Annual Policy Calendar 4.9 including new February item to review Delegate Assembly process (Added Oct. 25, 2016) (Revised to policy 4.10, 11.2019)

4.10 Policy Calendar

July-Board meeting

- 2.3.2.2.1 Staff performance Matrix
- 4.1.3.a Annual Prioritization and Committee assignments (added Jan. 23, 2018)

August-Board meeting

- 2.4.3 Insurance coverage review
- 4.8 Board review of Board-Staff Relationships Policies
- 3.2.5 Organization Chart

September-No Board meeting

- Joint Foundation meeting

October-Board meeting

- Set tuition rates
- Introduce working budget

November-Board meeting

- 2.3.2.1 Written procedures for hiring, firing, promotion and demotion
- 4.8 Board review of Governance Process and Board Self-Evaluation Policies

December-No meeting

January-Board meeting

- 3.5 Head of School evaluation
- Audit approval
- Initiate Board Member Recruitment process **(Revised Nov. 22, 2016)**

February-Board meeting

- 4.8 Board review of Mission and Values Policies
- Review Delegate process

March-No Board meeting

- Joint Foundation meeting

April-Board meeting

- 2.10.4 Bi-annual survey report
- Approve Budget

May-Board meeting

- Delegate assembly
- 4.8 Board review of Exec. Limitations Policies

June-No meeting

- New member training

All Policies-Last Approval Date – Jan. 23, 2018

Prior Approvals-Oct. 24, 2017, May 23, 2017, Nov. 22, 2016, Oct. 25, 2016, June 29, 2016, May 26, 2015

Appendix A – Committee Purpose Statements and expected duration **(Added Oct. 25, 2016)**

Governance Committee – duration is ongoing **(Added Oct. 25, 2016)**

The Governance Committee will have three main charges:

- 1) Maintenance of CLSO's Governance Documents,
- 2) Ensuring that the Board Understands and Abides by its Governance Process,
- 3) Development and Maintenance of Training Materials for New Board Members.

The Governance Committee will be responsible to the Board for maintaining up to date governing documents (Bylaws and Board Policies). The committee will lead the annual review process of the Board Policies, using the schedule described in the policies. On behalf of the Board, the committee will review each section and make recommendations for changes for consideration by the full Board. Additionally, at the request of the full Board or Executive Committee, the Governance Committee will review and draft revisions of the governance documents on an ad hoc basis.

The Governance Committee will be responsible for continuing education on Board governance. Further, the committee will work to ensure that the full Board is following the policies it has in place.

The Governance Committee will develop and maintain a new member orientation program. This will include an overview of policy-based governance that will be shared with all potential Board applicants.

Executive Committee - duration is ongoing **(Added Oct. 25, 2016)**

See Bylaws and Governing Policies for responsibilities of individual Officers

Collective responsibilities include

- Keep Board priorities current and transparent
- Monitor adherence to annual calendar
- Define and maintain relationship with the Foundation
- Ensure Board Member Recruitment process is executed. **(Revised Nov. 22, 2016)**

Finance Committee – duration is ongoing (Added May 23, 2017) Shown as presented by the Finance Committee at the April Board meeting with acceptance reflected in the April Minutes. (Note: the comment “with revisions” in the April minutes is directed at the upcoming revisions of Executive Limitations in May, not further revisions of the Finance Committee’s statement.)

- 1) Review/recommend approval of the audited financial statements and auditor’s report for each fiscal year; review auditor’s recommendation for improvements to internal controls.
- 2) Review/approve hiring, performance, retention of external audit firm.
- 3) Review/recommend approval of the proposed budget for the upcoming fiscal year, including review of proposed tuition rates and associated fees.
- 4) Other responsibilities as designated by the Board of Directors.