

WAYZATA PUBLIC SCHOOLS

Independent School District 284
Wayzata, Minnesota

BOARD OF EDUCATION

Special Work Session Meeting - December 5, 2016 - 5:30 PM
District Administration Building

AGENDA

1. **CALL TO ORDER**
2. **MSBA: ROLE OF THE SCHOOL BOARD** 3
3. **BOARD ORGANIZATION FOR 2016**
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WAYZATA PUBLIC SCHOOLS

Independent School District 284
Wayzata, Minnesota

MISSION

Our Core Purpose:

The mission of Wayzata Public Schools is to ensure a world-class education that prepares each and every student to thrive today and excel tomorrow in an ever-changing global society.

VISION

What We Intend to Create and Experience:

The vision of Wayzata Public Schools is to be a model of excellence where all students discover their unique talents, develop a love and tenacity for learning and demonstrate confidence and capacity for success through:

Exceptional Student Learning, Experiences and Relationships:

- High achievement by each and every student—no exceptions, no excuses;
- Content-rich, rigorous and personalized education;
- Meaningful relationships with teachers, staff, mentors and peers in a welcoming, nurturing and safe environment where all are valued for who they are and the contributions they make.

Community Trust, Confidence and Partnership:

- Comprehensive learning opportunities meeting diverse learner needs and community aspirations;
- Committed to being the first choice for students and families;
- Maintaining the highest levels of satisfaction and pride by staff, parents and community.

Operational Excellence:

- Attraction, development and retention of exemplary, creative and engaged employees;
- Accountability by all staff for individual and collective performance;
- Effective and efficient use of time and human, financial and physical resources;
- Culture of continuous improvement and responsive innovation;
- High performing district governance, management and partnerships.

The Role of the School Board

As the entity legally charged with governing a school district, each school board is responsible to its community to govern efficiently and effectively. This obligation imposes some fundamental duties on the board.

Vision

The board, with community input, envisions the educational future of its community and then formulates the goals, defines the outcomes, and sets the course for its district. An effective board:

- Provides direction through its planning and goal-setting efforts and by evaluating progress toward goal achievement.
- Develops a well-crafted district vision statement, goals, and outcomes that enable the board to monitor district performance and evaluate success.
- Ensures that the district vision, goals, and outcomes are articulated in written board policy, reflected in every part of the organization, and mirrored in the budget planning and implementation efforts.
- Uses clear, focused, attainable, and measurable goals and outcomes to make sure gains in student achievement are being made.

Structure

To achieve its vision, the board establishes a structure and hires a superintendent to accomplish that vision. An effective board:

- Creates an organizational structure and environment in which all students are provided the opportunity to attain their maximum potential.
- Selects and employs one person – the superintendent – as the district’s chief executive officer to lead and manage the district and holds the superintendent accountable for district performance and compliance with written board policy.
- Evaluates the superintendent’s performance and its own performance annually.
- Delegates the authority to the superintendent to recommend and evaluate all district staff within the standards established by written board policy and subsequently acts on the superintendent’s recommendation(s) at its meeting(s) as required in statute.
- Accepts ultimate responsibility for the care, management, and control of the district.
- Understands that the day-to-day operations of the district will be conducted by the staff.

Accountability

The board is accountable to the community for constantly monitoring the conditions affecting the district as a whole. An effective board:

- Has a duty to itself and the community to determine whether the authority delegated to the superintendent is being used as intended.
- Uses data and other indicators as the basis for assessing progress toward district goals and compliance with written board policy.
- Recognizes the distinction between “monitoring data” (data used by the board to address accountability) and “management data” (data used by the staff for operations).

Advocacy

The board advances its vision by focusing on student achievement, partnering with the community, and being proactive in addressing issues that affect education on local, state, and national levels. An effective board:

- Uses ongoing, two-way communications to build trust and support among community, board, superintendent, staff, and students.
- Focuses on community-wide concerns and values that best support student achievement rather than being overly influenced by special interests.
- Utilizes a system of public relations that allows it to formalize the flow of information into and out of the district.

Conduct and Ethics

The board, as a whole, provides leadership to the community on behalf of the district by conducting its business in a fair, respectful, legal, and responsible manner. An effective board:

- Takes full responsibility for its activity and behavior.
- Encourages its members to express their individual opinions, respect others’ opinions, and vote their conscience.
- Speaks with one voice after reaching a decision.
- Spends its time on board work rather than staff work.
- Provides for orientation and ongoing training for all board members.
- Follows its established policies, including the chain-of-command, by directing people with concerns to the appropriate staff.
- Sets an example of respectful and civil leadership.

WAYZATA PUBLIC SCHOOLS

Independent School District 284
Wayzata, Minnesota

BOARD OF EDUCATION OFFICERS

Chair: _____

Vice Chair: _____

Clerk: _____

Treasurer: _____

WAYZATA PUBLIC SCHOOLS
Independent School District 284
Wayzata, Minnesota

BOARD OF EDUCATION
2017 COMMITTEE STRUCTURE

The School Board will function with the following Standing Committees and will establish Ad Hoc Committees on an as-needed basis.

STANDING COMMITTEES

FINANCE AND BUSINESS

Purpose: To review systems and long-range planning recommendations; to develop and recommend policies; to serve as the Board's audit subcommittee; to obtain community financial expertise through the Citizens Financial Advisory Council; to meet and work with the transportation department and the OPEB committee.

Meet: Quarterly/As Needed

Members:

2016:	<u>Andrea Cuene – Committee Chair</u>	2017:
	<u>Cheryl Polzin</u>	
	<u>Linda Cohen</u>	
	<u>Erik Brown– Alternate</u>	

Administrative Liaisons: Jim Westrum, Executive Director of Finance and Business Services
Chace B. Anderson, Superintendent of Schools

HUMAN RESOURCES

Purpose: To review personnel matters including negotiations; to develop long-range planning recommendations; to develop and recommend policies; to address issues that fall under Meet and Confer (Public Employment Labor Relations Act, Section 179A.08), leaves of absence, sabbaticals, resignations, benefits, wellness, and employee engagement.

Meet: Monthly

Members:

2016:	<u>Andrea Cuene – Committee Chair</u>	2017:
	<u>Sarah Johansen</u>	
	<u>Bonita Lucky</u>	

Administrative Liaison: Annie Doughty, Executive Director of Human Resource Services

TEACHING AND LEARNING

Purpose: To review process and long-range planning recommendations; to develop and recommend policies; to meet and work with the Director of Curriculum and Instruction regarding curriculum and instruction related issues; to meet and work with the Director of Technology regarding technology related issues; and to meet and work with Vision 21, Equity, Q-Comp, Academic Achievement, and Prevention/Intervention/Extension leaders.

Meet: Monthly

Members:

2016:	<u>Linda Cohen– Committee Chair</u>	2017:
	<u>Andrea Cuene</u>	
	<u>Cheryl Polzin</u>	
	<u>Sarah Johansen – Alternate</u>	

Administrative Liaison: Jill Johnson, Executive Director of Teaching and Learning

STAKEHOLDER RELATIONS

Purpose: To develop and recommend policies; to review communication matters including community engagement; business partnerships, WPSEF (Foundation), alumni, public relations, and student focus groups.

Meet: Quarterly/As required.

Members:

2016:	<u>Erik Brown – Committee Chair</u>	2017:
	<u>Linda Cohen</u>	
	<u>Bonita Lucky</u>	

Administrative Liaison: Amy Parnell, Director of Communications and Community Involvement

SUPERINTENDENT’S EVALUATION/COMPENSATION

Purpose: To review the process/timelines for the Superintendent’s Evaluation and to develop a recommendation for Superintendent’s compensation in accordance with performance review and contract provisions. To organize the whole board of education to meet with the superintendent one or two times a year for intermediate feedback sessions.

Meet: As required

Members:

2016:	<u>Bonita Lucky – Committee Co-Chair</u>	2017:
	<u>Chris McCullough – Co-Chair</u>	
	<u>Erik Brown</u>	

Administrative Liaison: Chace B. Anderson, Superintendent of Schools

FACILITIES DEVELOPMENT AND LONG RANGE PLANNING

Purpose: To oversee bond referendum and other capital projects, and to develop long-range plans for facilities development.

Meet: As required

Members:

2016:	<u>Cheryl Polzin – Committee Chair</u>	2017:
	<u>Chris McCullough</u>	
	<u>Sarah Johansen</u>	
	<u>Andrea Cuene – Alternate</u>	

POLICY AND REGULATION REVIEW

Purpose: Review all policies and regulations, making recommendations to add, revise or delete.

Meet: Quarterly/As required.

Members:

2016:	<u>Sarah Johansen – Committee Chair</u>	2017:
	<u>Linda Cohen</u>	
	<u>Erik Brown</u>	

Administrative Liaisons: Chace B. Anderson, Superintendent
Annie Doughty, Executive Director of Human Resource Services
Jill Johnson, Executive Director of Teaching and Learning
Jim Westrum, Executive Director of Finance and Business Services

AD HOC COMMITTEES

Ad Hoc Committees of the Board will have from one to three Board members, will be established for a specific task, and will disband upon completion of its charge. (Note: There are no Ad Hoc Committees currently planned for 2017.)

EMPLOYEE NEGOTIATIONS ASSIGNMENTS

NEGOTIATION TEAMS

Secretary/Para	2017-2018:	_____

Custodians	2017-2018:	_____

Food Service	2017-2018:	_____

Principals	2017-2018:	_____

Administrative Liaison: Annie Doughty, Executive Director of Human Resource Services

WAYZATA PUBLIC SCHOOLS
Independent School District 284
Wayzata, Minnesota

BOARD OF EDUCATION
APPOINTMENTS FOR 2017

ASSOCIATION OF METROPOLITAN SCHOOL DISTRICTS (AMSD)

Board Representative: 2016: Cheryl Polzin
Andrea Cuene, Alternate

Board Representative: 2017:

CFKI

Board Representative: 2016: Sarah Johansen
Andrea Cuene, Alternate

Board Representative: 2017:

CITIZENS FINANCIAL ADVISORY COUNCIL (CFAC)

Board Representative: 2016: Andrea Cuene
Linda Cohen, Alternate
Cheryl Polzin, Alternate

Board Representative: 2017:

COMMUNITY EDUCATION ADVISORY COUNCIL

Board Representative: 2016: Bonita Lucky
Chris McCullough, Alternate

Board Representative: 2017:

DISTRICT LIAISON COMMITTEE

Board Representative: 2016: Rotation

Board Representative: 2017: ROTATION

INTERMEDIATE DISTRICT 287

Board Representative: 2016: Andrea Cuene

Board Representative: 2017: Andrea Cuene

LEGISLATIVE ACTION COMMITTEE (LAC)

Board Representative: 2016: Andrea Cuene
Cheryl Polzin, Alternate

Board Representative: 2017:

MINNESOTA SCHOOL BOARD ASSOCIATION (MSBA)

Board Representative: 2016: Cheryl Polzin
Sarah Johansen, Alternate

Board Representative: 2017:

MINNESOTA STATE HIGH SCHOOL LEAGUE (MSHSL)

Board Representative: 2016: Erik Brown
Chris McCullough, Alternate

Board Representative: 2017:

PARTNERS FOR HEALTHY KIDS

Board Representative: 2016: ROTATION

Board Representative: 2017: ROTATION

PARTNERS IN PREVENTION (PIP)

Board Representative: 2016: Chris McCullough
Sarah Johansen, Alternate

Board Representative: 2017:

Q-COMP

Board Representative: 2016: Linda Cohen
Bonita Lucky, Alternate

Board Representative: 2017:

WEST METRO EDUCATION PROGRAM (WMEP)

Board Representative: 2016: Sarah Johansen

Board Representative: 2017:

WAYZATA PUBLIC SCHOOLS EDUCATION FOUNDATION (WPSEF)

Board Representative: 2016: Erik Brown

Board Representative: 2017:

WAYZATA PUBLIC SCHOOLS
Independent School District 284
Wayzata, Minnesota

BOARD OF EDUCATION

STANDARD OPERATING PROCEDURES

The Standard Operating Procedures have been developed in accordance with Board of Education policies and reflect past and present practice. It is intended that these procedures be reviewed annually, modified as necessary, and approved at the Board's Organizational Meeting each January.

Should anything in these Standard Operating Procedures be found to be in conflict with state or federal law or regulations, these procedures shall be modified accordingly.

A. BOARD ORGANIZATION

1. The officers of the Board of Education, as established by law, are the Chair, the Clerk, and the Treasurer.
2. It is the practice of the Wayzata Board of Education to also elect a Vice-Chair.
3. All officers shall be elected at the Organizational Meeting held annually on or as close to January 1 as practical, but no later than the second Monday of January.
4. A Board of Education member not elected to an office shall be designated as "Director."
5. Annually the Board of Education may establish "Standing Committees" and further designate the membership and charge of such committees.
6. The Board of Education may, for specific purposes, establish "Ad Hoc Committees." The Board shall set a charge, membership specifications, and timeline for such committees.
7. Annually it is necessary to name Board representatives to other organizations. The Board Chair shall appoint such representatives, subject to ratification by the Board of Education.

B. BOARD MEETINGS

1. Schedule
 - a. On or as close to January 1 of each year as practical, but no later than the second Monday in January, the Board of Education shall conduct an Organizational Meeting. The purposes of such meeting shall include:
 - 1) Election of officers
 - 2) Designation of Board committee structure
 - 3) Appointment of Board representatives to other bodies
 - 4) Such other action as may be deemed necessary

B. BOARD MEETINGS – Schedule (continued)

- b. At the first meeting of each new school year in July, the Board will:
 - 1) Designate official relationships
 - 2) Approve membership in professional organizations
 - 3) Designation of Official Cash Depositories
 - 4) Designation of Official Investment Brokers

2. Agendas

- a. Board agendas will be prepared according to a schedule established by the Superintendent. The following is a one-month example:

SEPTEMBER 12 REGULAR BOARD MEETING

- Wednesday, Aug. 17 - Agenda Items Due to Superintendent
- Monday, Aug. 22 - First draft of agenda reviewed at Board Work Session
- Tuesday, Aug. 23 - First draft of agenda reviewed at Strategy Leadership Team Meeting
- Tuesday, Aug. 30 - Reviewed at Strategy Leadership Team Meeting
- Tuesday, Sept. 6 - Reviewed at Strategy Leadership Team Meeting
- Tuesday, Sept. 6 - Finalized by Board Chair, Vice Chair and Superintendent
- Thursday, Sept. 8 - Public Agenda Posted
- Friday, Sept. 9 - Board packets released to Board
- Friday, Sept. 9 - Board packets released to public
- Monday, Sept. 12 - Regular Board Meeting

- b. Board members may place items on the agenda for Regular Board Meetings or Work Sessions by contacting the Board Chair, Vice Chair or the Superintendent, or for a Regular Board Meeting, at the time the tentative agenda is reviewed at a prior work session. After the agenda has been prepared and posted, new items may be considered for placement on the agenda at the Regular Board Meeting under the "Approval of Agenda" item.
- c. The Board shall annually review and establish its Regular Board Meeting agenda format. The format shall include a "Consent Agenda" which provides for routine items to be enacted with one motion. There will be no separate discussion of these items unless a Board member or citizen so requests, in which event the item will be removed from the Consent Agenda and addressed in sequence. Changes in agenda format may be approved by the Board during the school year.
- d. Board packets will be prepared in BoardBook and released to Board members so that they can be downloaded no later than three (3) days prior to a Regular Board Meeting.
- e. All Board meeting agendas and notices shall be posted on the District web site, and the official bulletin board at the Administration Building, at least three (3) days in advance of the meeting.

B. BOARD MEETINGS (continued)

3. Conduct of Meetings

- a. The rules of parliamentary procedure in the latest edition of Robert's Rules of Order shall prevail if there is any question concerning the conduct of any meeting.
- b. Voting on Motions/Resolutions
 - 1) When calling for a vote on a motion, the Board Chair will use the following procedure:
 - All in favor say "Aye."
 - All against say "No."
 - Any abstentions?
 - 2) In the event of a divided voice vote, the Board Chair may request a roll call vote.
 - 3) The Board Chair will vote last on all motions and resolutions and will summarize the vote tally.
 - 4) The Clerk will record all votes on the "Clerk's Record of Motions" sheets.
 - 5) Finance actions and resolutions will have a roll call vote.
- c. Public hearings may be established by Board action for specific purposes.

4. Public Participation in School Board Meetings and Work Sessions

a. Audience Opportunity to Address Board

The School Board shall normally provide a specified period of time during a Regular Board Meeting where citizens may address the School Board on any topic, subject to the limitations of policy. The School Board reserves the right to allocate a specific period of time for this purpose and limit time for speakers accordingly.

b. Agenda Items

- 1) Citizens who wish to address the School Board on a particular subject may speak during the discussion of that item only at the discretion of the Board Chair.
- 2) The School Board Chair will recognize one speaker at a time and only those speakers recognized by the Chair will be allowed to speak. Each speaker must fill out a form that discloses their name, address, and the issue they would like to speak on.
- 3) The School Board retains the discretion to limit discussion of any agenda item to a reasonable period of time as determined by the School Board.

B. BOARD MEETINGS – Public Participation - Agenda Items (continued)

- 4) The School Board Chair shall promptly rule out of order any discussion by any person, including School Board members, that would violate the provision of state or federal law, Board Policy as specified, or the statutory rights or privacy of an individual.
- 5) It is the practice of the School Board not to engage in discussion or debate with the speaker during the Board meeting. The School Board may follow up with the speaker at a later date, or may designate staff members to follow up with the speaker.

5. Record of Meetings

- a. The Board Clerk is legally responsible for the official Board records; however, the Board delegates to the Superintendent the responsibility for providing the personnel and equipment for Board meeting record keeping.

- b. The Board minutes will record votes as follows (samples):

Unanimous voice vote: "The motion carried unanimously."

Roll call vote on a motion: "The motion carried unanimously with a roll call vote;" or, "A roll call vote was taken and the following voted in favor thereof: (names will be listed); and the following voted against the same: (names will be listed); whereupon said motion carried (or failed) on a (numbers to be inserted) vote."

Standard resolution roll call vote: "Board member (name) introduced the (title of resolution) and moved its adoption. The motion was seconded by Board member (name)." The vote will be recorded either with "The resolution carried unanimously with a roll call vote;" or "The following voted in favor thereof: (names will be listed); and the following voted against the same: (names will be listed); whereupon said resolution was declared duly passed and adopted (or failed) on a (numbers to be inserted) vote."

- c. Regular Board Meetings will be broadcast live on cable television; Special Board Meetings will be audio recorded.
- d. All Board Work Sessions will be audio recorded and tapes will be kept on file for a period of ninety (90) days.
- e. Published minutes will list a summary of Board Action and Other Business items. Individual gifts will not be published, but the official minutes available in the District Administration Building will be retained with complete information.
- f. Complete minutes of all Regular and Special Board Meetings will be kept on file in the Superintendent's Office. Official minutes will be bound in some manner, and/or digitally filed on the district network, and maintained as a permanent record in the Administration Building.

C. OTHER BOARD PROCEDURES1. Access to Administrative Support

- a. Board members should direct requests for information to the following:
 - 1) Superintendent of Schools
 - 2) Executive Director of Human Resource Services
 - 3) Executive Director of Teaching and Learning
 - 4) Executive Director of Finance and Business Services
 - 5) Executive/Administrative Assistant
- b. The Administration will furnish all Board members with information prepared at the request of an individual Board member.

2. Legal Advice

- a. The Superintendent is empowered to seek legal counsel as required during the normal course of business and within the limits of the budget.
- b. If there are legal concerns involving the Board and the Superintendent, the Board Chair is empowered to seek legal counsel.

3. Attendance at State and National Meetings of School Board Organizations

- a. The School Board feels it is beneficial to have representation at state and national meetings of School Board organizations with consideration given to timely issues and the established budget.

4. News Media/Board Relations

- a. When the Board issues news releases and/or responds to questions from the media, the "official" spokesperson for the School Board will be the Board Chair.
- b. Board agenda materials will be available to the public at the same time they are released to School Board members. Items of new Board business should not be given to the public other than through release of Board agenda materials.
- c. When individual Board members speak to the news media, they should issue a standard disclaimer that emphasizes: "These are my personal views and do not necessarily reflect the views of the full School Board."
- d. The Superintendent will administer the District Public Information Program according to the guidelines established under Board Policy 901.

AGENDA FORMAT SAMPLE FOR 2015

**WAYZATA PUBLIC SCHOOLS
INDEPENDENT SCHOOL DISTRICT 284
Wayzata, Minnesota**

**BOARD OF EDUCATION
Regular Meeting - (Date) - (Time)
(Place)**

AGENDA

- 1. CALL TO ORDER**
- 2. APPROVAL OF AGENDA AND CONSENT AGENDA ITEMS**

Consent Agenda items are considered to be routine in nature and will be enacted by one motion. There will be no separate discussion of these items unless a Board members or citizen so requests, in which event the item will be removed as a Consent Agenda item and addressed. Consent Agenda Items are as follows:

 - A. Approval of Minutes
 - B. Finance and Business Recommendations
 - C. Human Resource Recommendations
 - D. Others
- 3. REPORTS FROM ORGANIZATIONS**
- 4. RECOGNITIONS**
 - A. Employee of the Month
 - B. Others
- 5. STUDENT CURRICULUM PRESENTATION**
- 6. SUPERINTENDENT'S REPORTS AND RECOMMENDATIONS**
 - A. Superintendent
(Items will be listed as 1., 2., etc.)
 - B. Teaching and Learning
(Items will be listed as 1., 2., etc.)
 - C. Finance and Business Services
(Items will be listed as 1., 2., etc.)
 - D. Human Resource Services
(Items will be listed as 1., 2., etc.)
- 7. OTHER BOARD ACTION**

(Items will be listed as 1., 2., etc.)
- 8. BOARD REPORTS**
- 9. AUDIENCE OPPORTUNITY TO ADDRESS SCHOOL BOARD**

This section of the agenda provides an opportunity for those who have called in and placed their names on the list and for members of the audience who wish to address the School Board.
- 10. ADJOURN**

School Board Compensation - West Metro Schools
as of January 2016

District	Directors	Chair	Vice-Chair	Clerk	Treasurer	Additions
Eden Prairie	\$4,800	\$6,600	\$4,800	\$4,800	\$4,800	
Edina	\$2,400	\$2,400	\$2,400	\$2,400	\$2,400	No increases since 1994
Hopkins	\$5,256.53	\$5,975.28	\$5,256.53	\$5,256.53	\$5,256.53	Increased 2% for 2015-16
Minnetonka	\$4,500	\$6,000	\$5,250	\$4,500	\$4,500	\$50.00 per committee meeting, up to 4 per month (total \$200/month)
Orono	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	Board voted for no compensation.
Richfield	\$6,000	\$6,600	\$6,000	\$6,300	\$6,000	
Robbinsdale	\$6,600	\$7,800	\$6,900	\$6,900	\$6,900	as of December 2014
St. Louis Park	\$3,225	\$3,893	\$3,225	\$3,607	\$3,225	\$55.00 for extra Board meetings.
Wayzata	\$4,320	\$5,100	\$4,320	\$4,320	\$4,320	\$50.00 for extra Board meetings.
AVERAGE	\$4,122	\$4,930	\$4,239	\$4,232	\$4,156	

Stipends included in annual rate. Extra meetings are not; average of 8-10 extra meetings per year.

Most districts also reimburse for conference attendance, mileage, and other Board-related expenses, which are not included here.

School Board Compensation 2015

Organization Name	Member Amount	Member Frequency	Chair Amount	Chair Frequency	Vice Chair Amount	Vice Chair Frequency	Clerk Amount	Clerk Frequency	Treasurer Amount	Treasurer Frequency
ACGC	\$800	Annual	\$250	Annual	\$0	NA	\$150	Annual	\$0	NA
Ada-Borup	\$60	Per Meeting	\$300	Annual	\$0	NA	\$100	Annual	\$0	NA
Adrian	\$75	Per Meeting	\$100	Per Month	\$75	Per Month	\$75	Per Month	\$75	Per Month
Aitkin	\$220	Per Month	\$25	Per Month	\$0	NA	\$0	NA	\$15	Per Month
Albany Area	\$50	Per Meeting	\$300	Annual	\$0	NA	\$250	Annual	\$200	Annual
Albert Lea Area	\$3,600	Annual	\$600	Annual	\$0	NA	\$0	NA	\$0	NA
Alden-Conger	\$40	Per Meeting	\$150	Annual	\$0	NA	\$75	Annual	\$0	NA
Alexandria	\$3,000	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Annandale	\$61	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Anoka-Hennepin	\$1,200	Per Month	\$100	Per Month	\$0	NA	\$0	NA	\$0	NA
Austin	\$300	Per Month	\$100	Per Month	\$0	NA	\$0	NA	\$0	NA
Badger	\$70	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Bagley	\$110	Per Month	\$15	Per Month	\$0	NA	\$10	Per Month	\$10	Per Month
Barnesville	\$65	Per Meeting	\$300	Annual	\$50	Annual	\$125	Annual	\$250	Annual
Barnum	\$30	Per Meeting	\$30	Per Meeting	\$0	NA	\$30	Per Meeting	\$10	Per Meeting
Battle Lake	\$65	Per Meeting	\$400	Annual	\$0	NA	\$60	Annual	\$60	Annual
Becker	\$50	Per Meeting	\$250	Annual	\$0	NA	\$150	Annual	\$0	NA
Belgrade-Brooten-Elrosa	\$645	Annual	\$805	Annual	\$0	NA	\$725	Annual	\$700	Annual
Belle Plaine	\$1,800	Annual	\$200	Annual	\$150	Annual	\$150	Annual	\$150	Annual
Bemidji Area Schools	\$475	Per Month	\$625	Annual	\$0	NA	\$0	NA	\$0	NA

School Board Compensation 2015

Benson	\$1,000	Annual	\$1,200	Annual	\$0	NA	\$1,000	Annual	\$0	NA
Bertha-Hewitt	\$80	Per Meeting	\$400	Annual	\$0	NA	\$250	Annual	\$250	Annual
Big Lake	\$50	Per Meeting	\$600	Annual	\$0	NA	\$0	NA	\$400	Annual
Blackduck	\$50	Per Meeting	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Blooming Prairie	\$50	Per Meeting	\$100	Annual	\$0	NA	\$100	Annual	\$100	Annual
Bloomington	\$7,200	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Blue Earth Area	\$50	Per Meeting	\$300	Annual	\$0	NA	\$300	Annual	\$300	Annual
BOLD	\$50	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Braham Area	\$1,250	Annual	\$800	Annual	\$800	Annual	\$800	Annual	\$800	Annual
Brainerd	\$4,200	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Brandon-Evansville	\$700	Per Month	\$800	Per Month	\$750	Per Month	\$750	Per Month	\$750	Per Month
Brooklyn Center	\$4,530	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Browerville	\$1,200	Annual	\$400	Annual	\$0	NA	\$200	Annual	\$100	Annual
Browns Valley	\$40	Per Meeting	\$400	Annual	\$0	NA	\$100	Annual	\$100	Annual
Buffalo Lake-Hector-Stewart	\$40	Per Meeting	\$250	Annual	\$150	Annual	\$150	Annual	\$200	Annual
Buffalo-Hanover-Montrose	\$55	Per Meeting	\$10	Per Meeting	\$0	NA	\$10	Per Meeting	\$0	NA
Burnsville-Eagan-Savage	\$6,000	Annual	\$600	Annual	\$0	NA	\$0	NA	\$0	NA
Butterfield-Odin	\$50	Per Meeting	\$400	Annual	\$250	NA	\$400	Annual	\$400	Annual
Byron	\$1,000	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Cambridge-Isanti	\$3,000	Annual	\$1,200	Annual	\$0	NA	\$720	Annual	\$720	Annual
Campbell-Tintah	\$45	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA

School Board Compensation 2015

Canby	\$60	Per Meeting	\$700	Annual	\$0	NA	\$0	NA	\$0	NA
Cannon Falls Area	\$1,000	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Carlton	\$1,000	Annual	\$0	Annual	\$0	Annual	\$0	Annual	\$0	Annual
Cass Lake-Bena	\$20	Per Meeting	\$310	Per Month	\$250	Per Month	\$250	Per Month	\$250	Per Month
Cedar Mountain	\$42	Per Meeting	\$250	Annual	\$0	NA	\$80	Annual	\$0	NA
Centennial	\$4,800	Annual	\$800	Annual	\$200	Annual	\$600	Annual	\$200	Annual
Central Schools	\$40	Per Meeting	\$20	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Chatfield	\$1,200	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Chisago Lakes Area Scho	\$45	Per Meeting	\$600	Annual	\$0	NA	\$600	Annual	\$300	Annual
Chisholm	\$250	Per Month	\$25	Per Month	\$0	NA	\$0	NA	\$0	NA
Clearbrook-Gonvick	\$60	Per Meeting	\$5	Per Meeting	\$0	NA	\$5	Per Meeting	\$5	Per Meeting
Cleveland	\$40	Per Meeting	\$300	Annual	\$0	NA	\$200	Annual	\$100	Annual
Climax-Shelly	\$50	Per Meeting	\$75	Annual	\$0	NA	\$0	NA	\$0	NA
Clinton-Graceville-Beardsl	\$600	Annual	\$250	Annual	\$100	Annual	\$100	Annual	\$50	Annual
Cloquet	\$200	Per Month	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Columbia Heights	\$6,000	Annual	\$1,200	Annual	\$0	NA	\$0	NA	\$0	NA
Comfrey	\$25	Per Meeting	\$25	Per Month	\$0	NA	\$25	Per Month	\$0	NA
Cook County	\$2,300	Annual	\$700	Annual	\$0	NA	\$0	NA	\$0	NA
Cromwell-Wright	\$45	Per Meeting	\$150	Annual	\$0	NA	\$150	Annual	\$150	Annual
Crookston	\$3,000	Annual	\$1,000	Annual	\$0	NA	\$500	Annual	\$500	Annual
Crosby-Ironton	\$250	Per Month	\$50	Per Month	\$0	NA	\$0	NA	\$0	NA

School Board Compensation 2015

Dassel-Cokato	\$50	Per Meeting	\$10	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Dawson-Boyd	\$50	Per Meeting	\$225	Annual	\$0	NA	\$275	Annual	\$175	Annual
Deer River	\$2,400	Annual	\$350	Annual	\$0	NA	\$200	Annual	\$0	NA
Delano	\$60	Per Meeting	\$300	Annual	\$0	NA	\$250	Annual	\$0	NA
Detroit Lakes	\$200	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Dilworth-Glyndon-Felton	\$50	Per Meeting	\$500	Annual	\$0	NA	\$125	Annual	\$125	Annual
Dover-Eyota	\$1,350	Annual	\$500	Annual	\$200	Annual	\$250	Annual	\$200	Annual
Duluth	\$7,560	Annual	\$630	Annual	\$0	NA	\$0	NA	\$0	NA
Eagle Valley Schools	\$1,500	Annual	\$600	Annual	\$0	NA	\$600	Annual	\$600	Annual
East Central Schools	\$60	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
East Grand Forks	\$3,600	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Eastern Carver County Sc	\$4,000	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Eden Prairie	\$400	Per Month	\$150	Per Month	\$0	NA	\$0	NA	\$0	NA
Eden Valley-Watkins	\$40	Per Meeting	\$40	Per Month	\$0	NA	\$0	NA	\$0	NA
Edgerton	\$60	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Edina	\$2,400	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Elk River Area	\$6,000	Annual	\$75	Per Month	\$0	NA	\$0	NA	\$0	NA
Ellsworth	\$40	Per Meeting	\$5	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Ely	\$225	Per Month	\$50	Per Month	\$0	NA	\$0	NA	\$0	NA
Esko	\$55	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Eveleth-Gilbert	\$200	Per Month	\$0	NA	\$0	NA	\$0	NA	\$0	NA

School Board Compensation 2015

Fairmont Area Schools	\$1,800	Annual	\$600	Annual	\$0	NA	\$0	NA	\$0	NA
Faribault	\$250	Per Month	\$25	Per Month	\$0	NA	\$0	NA	\$0	NA
Farmington Area	\$4,000	Annual	\$800	Annual	\$0	NA	\$0	NA	\$0	NA
Fergus Falls	\$425	Per Month	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Fertile-Beltrami	\$75	Per Meeting	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Fillmore Central	\$1,080	Annual	\$360	Annual	\$0	NA	\$0	NA	\$270	Annual
Fisher	\$80	Per Meeting	\$120	Per Meeting	\$120	NA	\$80	Per Meeting	\$80	NA
Floodwood	\$133	Per Meeting	\$150	Annual	\$0	Annual	\$100	Annual	\$0	Annual
Foley	\$4,000	Annual	\$500	Annual	\$0	NA	\$100	Annual	\$100	Annual
Forest Lake	\$4,800	Annual	\$400	Annual	\$0	Annual	\$200	Annual	\$200	Annual
Fosston	\$45	Per Meeting	\$270	Annual	\$0	NA	\$160	Annual	\$160	Annual
Frazee-Vergas	\$60	Per Meeting	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Fridley	\$4,740	Annual	\$235	Annual	\$0	NA	\$0	NA	\$0	NA
Fulda	\$1,300	Annual	\$200	Annual	\$0	NA	\$100	Annual	\$0	NA
GFW	\$35	Per Meeting	\$300	Annual	\$0	NA	\$150	Annual	\$300	Annual
Glencoe-Silver Lake	\$2,000	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Goodhue	\$50	Per Meeting	\$300	Annual	\$150	Annual	\$150	Annual	\$150	Annual
Goodridge	\$1,000	Annual	\$300	Annual	\$0	NA	\$200	Annual	\$0	NA
Granada-Huntley-East Ch	\$45	Per Meeting	\$350	Annual	\$0	NA	\$250	Annual	\$0	NA
Grand Meadow	\$350	Annual	\$425	Annual	\$0	NA	\$400	Annual	\$375	Annual
Grand Rapids	\$2,500	Annual	\$425	Annual	\$0	NA	\$0	NA	\$0	NA

School Board Compensation 2015

Greenbush-Middle River	\$75	Per Meeting	\$300	Annual	\$0	NA	\$300	Annual	\$200	Annual
Greenway	\$3,000	Annual	\$50	Per Month	\$0	NA	\$0	NA	\$0	NA
Grygla-Gatzke	\$600	Annual	\$500	Annual	\$0	NA	\$400	Annual	\$400	Annual
Hancock	\$40	Per Meeting	\$115	Annual	\$0	NA	\$115	Annual	\$115	Annual
Hastings	\$4,250	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Hawley	\$50	Per Meeting	\$500	Annual	\$100	Annual	\$200	Annual	\$400	Annual
Hayfield	\$1,200	Annual	\$300	Annual	\$0	NA	\$0	NA	\$250	Annual
Hendricks	\$40	Per Meeting	\$250	Annual	\$0	NA	\$0	NA	\$0	NA
Henning	\$75	Per Meeting	\$20	Per Meeting	\$0	NA	\$20	Per Meeting	\$0	NA
Herman-Norcross	\$50	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Hermantown	\$35	Per Meeting	\$10	Per Meeting	\$0	NA	\$5	Per Meeting	\$0	NA
Heron Lake-Okabena	\$30	Per Meeting	\$20	Per Meeting	\$0	NA	\$40	Per Meeting	\$10	Per Meeting
Hibbing	\$3,600	Annual	\$600	Annual	\$0	NA	\$0	NA	\$0	NA
Hill City	\$55	Per Meeting	\$450	Annual	\$30	Per Meeting	\$450	Annual	\$450	Annual
Hills-Beaver Creek	\$50	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Hinckley-Finlayson	\$60	Per Meeting	\$500	Annual	\$0	NA	\$300	Annual	\$300	Annual
Holdingford	\$50	Per Meeting	\$250	Annual	\$0	NA	\$80	Annual	\$80	Annual
Hopkins	\$5,052	Annual	\$705	Annual	\$0	NA	\$0	NA	\$0	NA
Houston	\$40	Per Meeting	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Howard Lake-Waverly-Wirgin	\$65	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Hutchinson	\$3,500	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA

School Board Compensation 2015

Intermediate District #287	\$3,300	Annual	\$1,000	Annual	\$0	NA	\$0	NA	\$0	NA
Intermediate District #916	\$5,000	Annual	\$700	Annual	\$0	NA	\$200	Annual	\$100	Annual
Intermediate District #917	\$3,750	Annual	\$250	Annual	\$0	NA	\$0	NA	\$0	NA
International Falls	\$3,120	Annual	\$312	Annual	\$0	NA	\$0	NA	\$0	NA
Inver Grove Heights	\$4,802	Annual	\$588	Annual			\$0		\$0	
Isle	\$50	Per Meeting	\$10	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Jackson County Central S	\$55	Per Meeting	\$10	Per Meeting	\$0	NA	\$10	Per Meeting	\$0	NA
Janesville-Waldorf-Pembe	\$45	Per Meeting	\$400	Annual	\$175	Annual	\$175	Annual	\$175	Annual
Jordan	\$2,500	Annual	\$500	Annual	\$300	Annual	\$300	Annual	\$300	Annual
Kasson-Mantorville	\$1,000	Annual	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Kelliher	\$900	Per Month	\$600	Annual	\$0	NA	\$500	Annual	\$500	Annual
Kenyon-Wanamingo	\$1,000	Annual	\$300	Annual	\$150	Annual	\$200	Annual	\$150	Annual
Kerkhoven-Murdock-Sunb	\$55	Per Meeting	\$10	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Kimball	\$50	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Kingsland	\$18	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Kittson Central	\$50	Per Meeting	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Lac qui Parle Valley	\$60	Per Meeting	\$100	Annual	\$50	Annual	\$50	Annual	\$0	NA
LaCrescent-Hokah	\$200	Per Month	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Lake Benton	\$55	Per Meeting	\$200	Annual	\$150	Annual	\$200	Annual	\$0	NA
Lake City	\$1,200	Annual	\$600	Annual	\$0	NA	\$0	NA	\$0	NA
Lake Crystal Wellcome Me	\$50	Per Meeting	\$500	Annual	\$0	NA	\$250	Annual	\$250	Annual

School Board Compensation 2015

Lake of the Woods	\$60	Per Meeting	\$30	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Lake Park Audubon	\$80	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Lake Superior	\$3,300	Annual	\$300	Annual	\$0	NA	\$300	Annual	\$300	Annual
Lakeview	\$50	Per Meeting	\$500	Annual	\$0	NA	\$250	Annual	\$0	NA
Lakeville Area	\$6,750	Annual	\$50	Per Month	\$0	NA	\$0	NA	\$0	NA
Lancaster	\$80	Per Meeting	\$20	Per Meeting	\$0	NA	\$5	Per Meeting	\$0	NA
Lanesboro	\$900	Annual	\$500	Annual	\$0	NA	\$200	Annual	\$200	Annual
Laporte	\$55	Per Meeting	\$550	Annual	\$0	NA	\$500	Annual	\$500	Annual
Le Sueur-Henderson	\$2,000	Annual	\$500	Annual	\$125	Annual	\$250	Annual	\$250	Annual
LeRoy-Ostrander	\$35	Per Meeting	\$400	Annual	\$0	NA	\$0	NA	\$0	NA
Lewiston-Altura	\$65	Per Meeting	\$15	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Litchfield	\$60	Per Meeting	\$5	Per Meeting	\$0	NA	\$5	Per Meeting	\$0	NA
Little Falls	\$300	Per Month	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Littlefork-Big Falls	\$35	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Long Prairie-Grey Eagle	\$1,800	Annual	\$200	Annual	\$0	NA	\$0	NA	\$0	NA
Luverne	\$50	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Lyle	\$50	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Mabel-Canton	\$750	Annual	\$100	Annual	\$0	NA	\$100	Annual	\$100	Annual
MACCRAY	\$75	Per Meeting	\$400	Annual	\$0	NA	\$100	Annual	\$100	Annual
Madelia	\$600	Annual	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Mahnomen	\$1,400	Annual	\$625	Annual	\$0	NA	\$400	Annual	\$225	Annual

School Board Compensation 2015

Mahtomedi	\$5,027	Annual	\$563	Annual	\$0	NA	\$131	Annual	\$77	Annual
Mankato Area	\$2,400	Annual	\$600	Annual	\$0	NA	\$200	Annual	\$200	Annual
Maple Lake	\$50	Per Meeting	\$110	Annual	\$0	NA	\$110	Annual	\$55	Annual
Maple River	\$50	Per Meeting	\$500	Annual	\$150	Annual	\$150	Annual	\$150	Annual
Marshall	\$50	Per Meeting	\$25	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Marshall County Central	\$50	Per Meeting	\$60	Per Meeting	\$0	NA	\$40	Per Meeting	\$0	NA
Martin County West	\$1,200	Annual	\$600	Annual	\$0	NA	\$600	Annual	\$100	Annual
McGregor	\$40	Per Meeting	\$450	Annual	\$0	NA	\$100	Annual	\$300	Annual
Medford	\$600	Annual	\$100	Annual	\$0	NA	\$60	Annual	\$60	Annual
Melrose Area	\$65	Per Meeting	\$350	Annual	\$0	NA	\$275	Annual	\$100	Annual
Menahga	\$65	Per Meeting	\$750	Annual	\$250	Annual	\$250	Annual	\$250	Annual
Mesabi East	\$2,400	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Milaca	\$50	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Milroy	\$25	Per Meeting	\$15	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Minneapolis	\$1,667	Per Month	\$167	Per Month	\$167	Per Month	\$0	NA	\$0	NA
Minneota	\$75	Per Meeting	\$500	Annual	\$0	NA	\$300	Annual	\$0	NA
Minnetonka	\$4,500	Annual	\$1,500	Annual	\$750	NA	\$0	NA	\$0	NA
Minnewaska Area	\$50	Per Meeting	\$250	Annual	\$0	NA	\$75	Annual	\$0	NA
Montevideo	\$60	Per Meeting	\$20	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Monticello	\$3,256	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Moorhead Area	\$9,600	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA

School Board Compensation 2015

Moose Lake	\$1,200	Annual	\$1,200	Annual	\$0	NA	\$300	Annual	\$0	NA
Mora	\$3,500	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Morris Area	\$1,200	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Mounds View	\$6,500	Annual	\$500	Annual	\$300	NA	\$0	NA	\$0	NA
Mountain Iron-Buhl	\$225	Per Month	\$25	Per Month	\$0	NA	\$0	NA	\$0	NA
Mountain Lake	\$1,750	Annual	\$0	NA	\$0	NA	\$100	Annual	\$100	Annual
Murray County Central	\$70	Per Meeting	\$500	Annual	\$0	NA	\$100	Annual	\$0	NA
Nashwauk-Keewatin	\$150	Per Month	\$50	Per Month	\$0	NA	\$0	Per Month	\$0	Per Month
Nett Lake	\$250	Per Meeting	\$130	Annual	\$0	NA	\$100	Annual	\$100	Annual
Nevis	\$1,000	Annual	\$400	Annual	\$0	NA	\$175	Annual	\$150	Annual
New London-Spicer	\$1,800	Annual	\$300	Annual	\$0	NA	\$200	Annual	\$100	Annual
New Prague Area	\$2,500	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
New Ulm	\$1,200	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
New York Mills	\$80	Per Meeting	\$600	Annual	\$400	Annual	\$400	Annual	\$400	Annual
Nicollet	\$50	Per Meeting	\$1,000	Annual	\$0	NA	\$700	Annual	\$100	Annual
Norman County East	\$45	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Norman County West	\$40	Per Meeting	\$120	Annual	\$0	NA	\$120	Annual	\$120	Annual
North Branch Area	\$60	Per Meeting	\$800	Annual	\$500	Annual	\$300	Annual	\$300	Annual
North St. Paul-Maplewood	\$5,700	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Northfield	\$190	Per Month	\$60	Per Month	\$0	NA	\$0	NA	\$0	NA
Northland Community Sch	\$55	Per Meeting	\$350	Annual	\$35	NA	\$300	Annual	\$300	Annual

School Board Compensation 2015

NRHEG	\$50	Per Meeting	\$200	Annual	\$0	NA	\$150	Annual	\$100	Annual
Ogilvie	\$350	Per Month	\$400	Annual	\$100	Annual	\$250	Annual	\$150	Annual
Onamia	\$3,000	Annual	\$300	Annual	\$0	NA	\$150	Annual	\$150	Annual
Ortonville Public Schools	\$40	Per Meeting	\$10	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Osakis	\$65	Per Meeting	\$250	Annual	\$0	NA	\$200	Annual	\$0	NA
Osseo Area Schools	\$7,800	Annual	\$1,200	Annual	\$0	NA	\$300	Annual	\$0	NA
Owatonna	\$2,800	Annual	\$600	Annual	\$0	NA	\$0	NA	\$0	NA
Park Rapids Area	\$2,600	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Parkers Prairie	\$45	Per Meeting	\$10	Per Meeting	\$0	Per Meeting	\$10	Per Meeting	\$10	Per Meeting
Paynesville Area	\$100	Per Month	\$125	Annual	\$0	NA	\$50	Annual	\$50	Annual
Pelican Rapids	\$75	Per Meeting	\$300	Annual	\$0	NA	\$80	Annual	\$0	NA
Pequot Lakes	\$250	Per Month	\$100	Per Month	\$0	NA	\$50	Per Month	\$0	NA
Perham-Dent	\$1,848	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Pierz	\$80	Per Meeting	\$20	Per Meeting	\$0	NA	\$20	Per Meeting	\$0	NA
Pillager	\$2,100	Annual	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Pine City	\$90	Per Meeting	\$620	Annual	\$0	NA	\$600	Annual	\$520	Annual
Pine Island	\$1,250	Annual	\$250	Annual	\$0	NA	\$0	NA	\$0	NA
Pine Point	\$150	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Pine River-Backus	\$175	Per Meeting	\$25	Per Month	\$0	NA	\$0	Per Month	\$0	Per Month
Pipestone Area Schools	\$50	Per Meeting	\$225	Annual	\$0	NA	\$0	NA	\$0	NA
Plainview-Elgin-Millville Co	\$100	Per Meeting	\$250	Annual	\$75	Annual	\$100	Annual	\$100	Annual

School Board Compensation 2015

Princeton	\$350	Per Month	\$100	Per Month	\$0	NA	\$0	NA	\$0	NA
Prior Lake-Savage Area S	\$5,000	Annual	\$300	Annual	\$200	NA	\$200	Annual	\$200	Annual
Proctor	\$40	Per Meeting	\$50	Per Meeting	\$0	NA	\$10	Per Meeting	\$0	NA
Red Lake	\$14,300	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Red Lake County Central	\$1,500	Annual	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Red Lake Falls	\$2,100	Per Month	\$300	Per Month	\$0	NA	\$0	NA	\$0	NA
Red Rock Central	\$50	Per Meeting	\$400	Annual	\$0	NA	\$200	Annual	\$200	Annual
Red Wing	\$2,000	Annual	\$2,700	Annual	\$2,000	Annual	\$2,500	Annual	\$2,000	Annual
Redwood Area	\$600	Annual	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Renville County West	\$1,600	Annual	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Richfield	\$6,000	Annual	\$600	Annual	\$0	NA	\$300	Annual	\$0	NA
Robbinsdale Area	\$6,600	Annual	\$7,800	Annual	\$6,900	Annual	\$6,600	Annual	\$6,600	Annual
Rochester	\$7,200	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Rockford Area Schools	\$100	Per Meeting	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
ROCORI	\$225	Per Month	\$75	Per Month	\$0	NA	\$0	NA	\$0	NA
Roseau	\$78	Per Meeting	\$1,416	Annual	\$0	NA	\$563	Annual	\$563	Annual
Rosemount-Apple Valley-E	\$6,221	Annual	\$239	Annual	\$0	NA	\$0	NA	\$0	NA
Roseville Area	\$4,960	Annual	\$1,280	Annual	\$0	NA	\$0	NA	\$0	NA
Royalton	\$50	Per Meeting	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
RTR Public Schools	\$45	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Rush City	\$540	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA

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Rushford-Peterson	\$700	Annual	\$100	Annual	\$50	Annual	\$50	Annual	\$50	Annual
Sartell-St. Stephen	\$2,800	Annual	\$400	Annual	\$0	NA	\$0	NA	\$400	Annual
Sauk Centre	\$55	Per Meeting	\$300	Annual	\$0	NA	\$150	Annual	\$0	NA
Sauk Rapids-Rice	\$100	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Sebeka	\$65	Per Meeting	\$500	Annual	\$125	Annual	\$300	Annual	\$125	Annual
Shakopee	\$4,500	Annual	\$500	Annual	\$500	Annual	\$0	NA	\$0	NA
Sibley East	\$1,500	Annual	\$500	Annual	\$125	Annual	\$250	Annual	\$0	NA
Sleepy Eye	\$50	Per Meeting	\$300	Annual	\$0	NA	\$300	Annual	\$0	NA
South Koochiching-Rainy	\$50	Per Meeting	\$70	Per Month	\$0	NA	\$45	Per Month	\$70	Per Month
South St. Paul	\$4,200	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
South Washington County	\$4,800	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Southland	\$50	Per Meeting	\$100	Annual	\$100	Annual	\$100	Annual	\$100	Annual
Spring Grove	\$700	Annual	\$300	NA	\$0	NA	\$0	NA	\$0	NA
Spring Lake Park	\$5,000	Annual	\$400	Annual	\$0	NA	\$400	Annual	\$400	Annual
Springfield	\$1,000	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
St. Anthony-New Brighton	\$4,000	Annual	\$800	Annual	\$0	NA	\$0	NA	\$0	NA
St. Charles	\$1,075	Annual	\$515	Annual	\$0	NA	\$224	Annual	\$224	Annual
St. Clair	\$50	Per Meeting	\$500	Annual	\$0	NA	\$300	Annual	\$300	Annual
St. Cloud	\$7,236	Annual	\$1,080	Annual	\$0	NA	\$0	NA	\$0	NA
St. Francis	\$5,352	Annual	\$608	Annual	\$0	NA	\$0	NA	\$0	NA
St. James	\$50	Per Meeting	\$250	Annual	\$0	NA	\$250	Annual	\$0	NA

School Board Compensation 2015

St. Louis County	\$225	Per Month	\$0	NA	\$0	NA	\$0	NA	\$0	NA
St. Louis Park	\$3,225	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
St. Michael-Albertville	\$3,500	Annual	\$800	Annual	\$0	NA	\$600	Annual	\$200	Annual
St. Paul	\$10,800	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
St. Peter	\$200	Per Month	\$200	Per Month	\$0	Per Month	\$50	Per Month	\$100	Per Month
Staples-Motley	\$3,278	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Stephen-Argyle Central	\$75	Per Meeting	\$25	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Stewartville	\$1,900	Annual	\$300	Annual	\$0	NA	\$0	NA	\$0	NA
Stillwater Area	\$4,750	Annual	\$750	Annual	\$0	NA	\$0	NA	\$0	NA
Swanville	\$50	Per Meeting	\$150	Annual	\$50	Annual	\$250	Annual	\$10	Annual
Thief River Falls	\$3,296	Annual	\$1,030	Annual	\$464	Annual	\$206	Annual	\$206	Annual
Tracy Area Public Schools	\$900	Annual	\$300	Annual	\$0	NA	\$0	NA	\$100	Annual
Tri-City United	\$55	Per Meeting	\$600	Annual	\$300	Annual	\$0	NA	\$400	Annual
Tri-County	\$100	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Triton	\$40	Per Meeting	\$250	Annual	\$0	NA	\$0	NA	\$0	NA
Ulen-Hitterdal	\$40	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Underwood	\$80	Per Meeting	\$0	Per Meeting	\$0	NA	\$0	Per Meeting	\$0	Per Meeting
United South Central	\$50	Per Meeting	\$600	Annual	\$0	NA	\$200	Annual	\$200	Annual
Verndale	\$80	Per Meeting	\$10	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Virginia Public Schools	\$2,400	Annual	\$600	Annual	\$0	NA	\$0	NA	\$0	NA
Wabasha-Kellogg	\$1,300	Annual	\$300	Annual	\$0	NA	\$200	Annual	\$200	NA

School Board Compensation 2015

Wabasso	\$40	Per Meeting	\$800	Annual	\$0	NA	\$800	Annual	\$400	Annual
Waconia	\$3,400	Annual	\$600	Annual	\$0	NA	\$0	NA	\$0	NA
Wadena-Deer Creek	\$2,131	Annual	\$543	Annual	\$0	NA	\$135	Annual	\$135	Annual
Walker-Hackensack-Akeley	\$125	Per Meeting	\$25	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Warren-Alvarado-Oslo	\$75	Per Meeting	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Warroad	\$43	Per Meeting	\$312	Annual	\$0	NA	\$173	Annual	\$173	Annual
Waseca	\$30	Per Meeting	\$5	Per Meeting	\$0	NA	\$0	NA	\$0	NA
Watertown-Mayer	\$50	Per Meeting	\$150	Annual	\$150	Annual	\$150	Annual	\$150	Annual
Waterville-Elysian-Morrison	\$60	Per Month	\$200	Annual	\$200	Annual	\$400	Annual	\$200	Annual
Waubun-Ogema-White Earth	\$50	Per Meeting	\$150	Annual	\$0	NA	\$150	Annual	\$120	Annual
Wayzata	\$4,320	Annual	\$425	Per Month	\$360	Per Month	\$360	Per Month	\$0	NA
West Central Area	\$100	Per Meeting	\$300	Annual	\$300	Annual	\$300	Annual	\$0	NA
West St. Paul-Mendota Heights	\$4,000	Annual	\$500	Annual	\$0	NA	\$0	NA	\$0	NA
Westbrook-Walnut Grove	\$30	Per Meeting	\$400	Annual	\$0	NA	\$400	Annual	\$400	Annual
Westonka	\$200	Per Month	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Wheaton	\$40	Per Meeting	\$500	Annual	\$0	NA	\$400	Annual	\$400	Annual
White Bear Lake Area	\$4,500	Annual	\$400	Annual	\$200	Annual	\$400	Annual	\$200	Annual
Willmar	\$3,600	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Willow River	\$50	Per Meeting	\$0	NA	\$0	NA	\$50	Per Meeting	\$0	NA
Windom Area	\$3,000	Annual	\$200	Annual	\$0	NA	\$100	Annual	\$0	NA
Win-E-Mac	\$50	Per Meeting	\$200	Annual	\$0	NA	\$0	NA	\$0	NA

School Board Compensation 2015

Winona	\$1,200	Annual	\$25	Per Month	\$0	NA	\$0	NA	\$0	NA
Worthington	\$2,625	Annual	\$3,125	Annual	\$2,725	Annual	\$2,925	Annual	\$2,925	Annual
Wrenshall	\$1,000	Annual	\$0	NA	\$0	NA	\$0	NA	\$0	NA
Yellow Medicine East	\$40	Per Meeting	\$100	Annual	\$0	NA	\$100	Annual	\$25	Annual
Zumbrota-Mazeppa	\$1,800	Annual	\$300	Annual	\$0	NA	\$0	NA	\$0	NA

The Five Dysfunctions of a Team

Patrick Lencioni

Jossey Bass

2002

1. The first dysfunction is an **absence of trust** among team members. Essentially, this stems from their unwillingness to be vulnerable within the group. Team members who are not genuinely open with one another about their mistakes and weaknesses make it impossible to build a foundation for trust.
2. This failure to build trust is damaging because it sets the tone for the second dysfunction: **fear of conflict**. Teams that lack trust are incapable of engaging in unfiltered and passionate debate of ideas. Instead, they resort to veiled discussions and guarded comments.
3. A lack of healthy conflict is a problem because it ensures the third dysfunction of a team: **lack of commitment**. Without having aired their opinions in the course of passionate and open debate, team members rarely, if ever, buy in and commit to decisions, though they may feign agreement during meetings.
4. Because of this lack of real commitment and buy-in, team members develop an **avoidance of accountability**, the fourth dysfunction. Without committing to a clear plan of action, even the most focused and driven people often hesitate to call their peers on actions and behaviors that seem counterproductive to the good of the team.
5. Failure to hold one another accountable creates an environment where the fifth dysfunction can thrive. **Inattention to results** occurs when team members put their individual needs (such as ego, career development, or recognition) or even the needs of their divisions above the collective goals of the team.

Members of teams with an absence of trust...

- Conceal their weaknesses and mistakes from one another
- Hesitate to ask for help or provide constructive feedback
- Hesitate to offer help outside their own areas of responsibility
- Jump to conclusions about the intentions and aptitudes of others without attempting to clarify them
- Fail to recognize and tap into one another's skills and experiences
- Waste time and energy managing their behaviors for effect
- Hold grudges
- Dread meetings and find reasons to avoid spending time together

Members of trusting teams...

- Admit weaknesses and mistakes
- Ask for help
- Accept questions and input about their areas of responsibility
- Give one another the benefit of the doubt before arriving at a negative conclusion
- Take risks in offering feedback and assistance
- Appreciate and tap into one another's skills and experiences
- Focus time and energy on important issues, not politics
- Offer and accept apologies without hesitation
- Look forward to meetings and other opportunities to work as a group

Teams that fear conflict...

- Have boring meetings
- Create environments where back-channel politics and personal attacks thrive
- Ignore controversial topics that are critical to team success
- Fail to tap into all the opinions and perspectives of team members
- Waste time and energy with posturing and interpersonal risk management

Teams that engage in conflict...

- Have lively, interesting meetings
- Extract and exploit the ideas of all team members
- Solve real problems quickly
- Minimize politics
- Put critical topics on the table for discussion

A team that fails to commit...

- Creates ambiguity among the team about direction and priorities
- Watches windows of opportunity close due to excessive analysis and unnecessary delay
- Breeds lack of confidence and fear of failure
- Revisits discussions and decisions again and again
- Encourages second-guessing among team members

Why Effective Communication is Tricky

Between what I think,
What I want to say,
What I believe I'm saying,
What I actually say,
What you want to hear,
What you actually hear,
What you believe you understand,
And what you want to understand,
And what you understood.....

**** There are at least 9 possibilities for misunderstanding!****



GOVERNANCE is GOVERNANCE

KENNETH N. DAYTON



About the Author

Kenneth N. Dayton is the former chairman and chief executive officer of the Dayton Hudson Corporation and is currently president of the Oakleaf Foundation in Minneapolis. He has served on the boards of a number of nonprofit organizations including major institutions such as the Rockefeller Foundation, the Mayo Foundation, Carnegie Hall, and the J. Paul Getty Trust, and as chairman of American Public Radio. He was also a founding trustee, and later vice chairperson of INDEPENDENT SECTOR. As chairperson of INDEPENDENT SECTOR'S Task Force on Measurable Growth in Giving and Volunteering, he presided over the deliberations that resulted in a campaign to boost giving and volunteering nationwide.

INDEPENDENT SECTOR

INDEPENDENT SECTOR is a nonprofit, nonpartisan coalition of more than 700 national nonprofit organizations, foundations, and corporate philanthropy programs, collectively representing tens of thousands of charitable groups in every state across the nation. Our mission is to promote, strengthen, and advance the nonprofit and philanthropic community to foster private initiative for the public good.

*This timeless commentary was originally a speech by Kenneth N. Dayton to an INDEPENDENT SECTOR Leadership/Management Forum in 1986. It was first published as a monograph in 1987, then updated in 1998 and again in 2001. **Governance Is Governance** is one of the most popular INDEPENDENT SECTOR publications to date.*

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OVERNANCE

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OVERNANCE

There are throughout the independent sector examples of superb, professional management. There are more than 1 million nonprofit institutions in this country. It has long been my conviction that too many of those institutions have underemphasized the importance of good management and good governance.

As a corporate executive, I spent a disproportionate amount of my time trying to develop and perfect an ideal system of governance for a publicly held corporation—a system of governance which embraces the optimum relationship between board and management.

In my role as CEO and later chair of the board, and in my role as a corporate director and public trustee with almost 40 years of experience in business, religious, civic, health, educational, cultural and philanthropic organizations, I have developed some very strong concepts of governance of institutions—public and private, for-profit and not-for-profit. I want to share those concepts with you.

I began writing this as a director of INDEPENDENT SECTOR at the request of its CEO. That is a very important statement and I want to come back to it later. Just let me say now that, to me, trusteeship involves helping the CEO in whatever way is requested of you and

that you possibly can do. Here I am talking about the volunteer side of my directorship, and it has nothing to do with the governance responsibility I hold as a director. Throughout my remarks, I hope you will keep those two roles of a trustee—governing and volunteering—very separate in your minds. When I was asked to undertake this volunteer assignment, my concepts of trusteeship forced me to accept it whether I wanted to or not. So here I am.

It's a conviction first of all that governance is not management.

Governance is governance. That's more than a title—it's a deeply held conviction. It's a conviction first of all that governance is not management and, second, that governance in the not-for-profit sector is absolutely identical to governance in the for-profit sector—with that one added dimension that I will come back to. I want now to discuss what governance or trusteeship (I use the two terms completely interchangeably) is and what it is not. First, what it is not. Governance is not management. In my opinion, one of the worst sins of charitable or-

ganizations is that too often they do not distinguish between the two. Rather, they confuse the two responsibilities and in the process hamper the mission of the institution.

In all cases I am referring to institutions that have at least one full-time professional staff executive.

To my mind, this executive is the CEO of the institution. It matters not what the actual title is—president, executive vice president, general manager, executive director, or whatever. In my view, these professionals are the CEOs and they should consider themselves

A weak CEO can often protect his or her hide by delegating management's responsibilities to the board.

that, and should be so viewed by the entire board. A position description should clearly state that fact—and everyone on the board should accept that fact, particularly the chair. But how many boards can each of us think of where the paid executive is only the administrative officer carrying out the routine caretaking functions which the board or its chair delegates?

I regret to tell you that I have known volunteer chairs of the board who clearly think they are the CEO. And, I regret even more to tell you, I have known paid executives who ought to be the CEO but who are not and who are perfectly willing to let the board or its chair call all the shots. A weak CEO can often protect his or her hide by delegating management's responsibilities to the board. And lots of boards and individual board members (particularly those who have a special vested interest in a particular aspect of the enterprise) are just delighted to take over some or all of management's responsibilities.

Why is it that so many corporate directors grow horns when they become trustees? Why do they assume that they can do things as trustees that they would never think of doing as directors, such as interfering with management's role and making decisions or requests that no corporate director would think of making?

Then too, I have been utterly amazed over the years to observe how boards always tend to fill management voids. If management is weak in an aspect of its operation, a strong board or board member will move in and take over. The trick for management is to leave no voids, and the trick for the board is to see to it that management has a plan to fill any voids that occur, rather than to leap in and fill them itself.

Any institution—for-profit or not-for-profit—that has an all-powerful chair or a weak CEO is an institution in trouble, or surely is one headed for trouble. How can we prevent that from happening? Harder still, how can we change course, install professional management practices and board practices, and then develop the optimum relationship between the board of trustees and the CEO? Between the governors and the managers?

The Right Foundation

The foundation is laid by developing clearly defined and mutually agreed-to position descriptions for the CEO, the board and the chair. I wonder how many nonprofit organizations have such position descriptions, and, if they do, how many update them annually, or ever bother to check whether they are living by them. How many boards or board chairs annually review their position descriptions and assure themselves that they have fulfilled all their responsibilities of trusteeship? My guess is very, very few.

President and CEO

Function

- Serve as chief executive officer of the institution, reporting to the board of trustees, accepting responsibility for the success or failure of the enterprise.
- With the chair of the board, enable the board of trustees to fulfill its governance function, and facilitate the optimum interaction between management and the board of trustees.
- Give direction to the formulation and leadership to the achievement of the institution's philosophy, mission, strategy, and annual objectives and goals.

Responsibilities

- With the chair of the board, develop agendas for meetings, so that the board can fulfill all its responsibilities effectively. Develop an annual calendar to cover all crucial issues in a timely fashion.
- See that the board and the chair are kept fully informed of the condition of the institution on all important factors influencing it.
- Get the best thinking and involvement of each board member. Stimulate all members to give their best.
- Work with the chair to make the committee structure of the board function effectively.
- With the chair, recommend the composition of the board and its committees.
- Be responsible to and report to the board of trustees.
- Be responsible for the institution's consistent achievement of its mission and financial objectives.
- Make certain that the institution's philosophy and mission statements are pertinent and practiced throughout the organization.
- Make certain that the flow of funds permits the institution to make steady progress towards the achievement of its mission and that those funds are allocated properly to reflect present needs and future potential.
- See that there is an effective management team with provision for succession.
- Ensure the development and implementation of personnel training and development plans and programs that will provide the human resources necessary for the achievement of the institution's mission.
- Maintain a climate that attracts, keeps and motivates top quality people—professional and volunteer.
- Formulate and administer all major policies.
- Serve as the chief spokesperson for the institution and, thereby, see that the institution is properly presented to its various publics.
- Assure that the institution has a long-range strategy that achieves its mission, and toward which it makes consistent and timely progress.

Every institution is different and each, of course, must develop a set of position descriptions that covers fully the unique character of that institution. Acknowledging that, I would like to take a crack at outlining a minimum common denominator position description for the three positions in order to make clear my convictions about the proper division of labor between the CEO, the board, and its chair.

Let's take the CEO first. Here is the kind of position description I would like to have if I were the executive director of any nonprofit organization (*see page 5*).

Now I'd like to let you in on a secret. That position description is almost verbatim the same as the one I wrote as the CEO of a multi-billion-dollar corporation. I changed "Dayton Hudson Corporation" to "American Charitable Institution" throughout—and very little else—to make it apply to the CEO of a typical not-for-profit organization.

Now, if I were the CEO of the American Charitable Institution (or for that matter of your organization) with that kind of a position description, I would want to be very sure that my board had an equally well-articulated position description describing its functions and responsibilities. And if I was brand new in that job, I would want to present my concepts of the board's role and its relation to management at my very first board meeting. (Pretty gutsy, eh? But I'm a firm believer in getting my principles and convictions out on the table right from the very start.) So here is the position description I would write for consideration and adoption by the board.

Hopefully when I present that position description, the board will debate it thoroughly, change it somewhat, and then adopt it as its own. In the process, they just might come together as a board in a more effective way than ever before. This exercise will clarify and optimize the relationship between the trustees and me,

between the board and management, between the governors and managers. I would then want to see to it that the board every year reviews its position description, modifies it if necessary, and satisfies itself that I as the CEO have enabled it to fulfill all of its responsibilities.

Let me quickly add that the position description I have shown you may not be the perfect one for your institution's board of trustees. After all, it was written for Dayton Hudson Corporation's board of directors and I have changed very little other than substituting "public" for "shareholders" and "institution" for "corporation." The point I am trying to make is that governance is governance, management is management, and every organization must clearly distinguish between them if it wants the two to work in harmony to achieve the institution's mission.

Don't Leave Composition to Chance

There is one other document which every board of trustees and, for that matter, every corporate board of directors ought to have: a policy on composition and tenure of the board. A board has to think intensely about its size, its balance, its diversity, its committee structure, its average age, its rotation plan, any potential conflicts of interest, and other factors. In addition, at Dayton Hudson Corporation we had a board model indicating the ideal size and makeup of the board—how many and what kinds of corporate executives, how many and what kinds of other inputs, what kind of geographic and demographic mix, and other considerations. Then we would compare our current status (and our status a year or two hence in view of the known retirements) to the model.

In that way we could begin our search for future directors with the needed qualifications well in advance of the need to fill a position. I wonder how many corporations or nonprofit agencies do that.

Frankly it seems to me that in some respects the independent sector is ahead of the corporate sector in regard to board policies on balance and rotation. Many nonprofits are very sensitive to all their constituencies and want their boards to reflect them. Few corporations are that sensitive. On the other hand, independent sector agencies are often less sensitive to whether the individual selected can and will make a positive contribution. After all, once a board member, you are no longer the representative of any constituency. Your primary loyalty must be to the institution of which you are a trustee.

The same is true of rotation. When we instituted a 12-year rotation policy for outside Dayton Hudson directors, we could find no other American corporation with a similar policy. Yet many nonprofits have even more stringent policies. I am a great believer in rotation for board members, for committee assignments, and for committee chairs. In philanthropic organizations I also strongly believe in a strict rotation policy for the chair of the board. No public institution with a public purpose should be too closely tied to one individual, no matter how good he or she may be. There is no such thing as the indispensable person, particularly the indispensable volunteer.

Expectations of the Chair

Having said that about the chair, I would like now to turn to the chair's role, his or her relationship to management, and particularly his or her partnership with the CEO.

Once again, I have to tell you that I have used my own former position description as a model even though I have made more changes in it than in the previous two.

All my experience and study have convinced me that the chair of the board should not be the CEO—not in an American public corporation and certainly not in a philanthropic institution. Why? There are three reasons. First, a chair/CEO wears two hats at the same time and you just can't do that and look good in both roles. A chair is responsible to chair the meetings of the board, enhance the full discussion of important issues, and bring out the ideas and thoughts of all board members and management. This leader is in a delicate position between the CEO and the board, letting the CEO make necessary reports and recommendations, supporting the CEO, and sometimes even protecting the CEO. But at the same time, a chair must make certain that suggestions, challenges, even criticisms are heard and considered. In my view no one can do all that and be the CEO as well. I know. I tried it.

Chair of the Board

Function

- As chair of the board, assure that the board of trustees fulfills its responsibilities for the governance of the institution.
- Be a partner to the CEO, helping to achieve the mission of the institution.
- Optimize the relationship between the board and management.

Responsibilities

- Chair meetings of the board. See that it functions effectively, interacts with management optimally, and fulfills all of its duties. Develop agendas in conjunction with the CEO.
- With the CEO, recommend composition of the board committees. Recommend committee chairs with an eye to future succession.
- Assist the CEO in recruiting board and other talent for volunteer assignments that are needed.
- Reflect any concerns management has in regard to the role of the board of trustees or individual trustees. Reflect to the CEO the concerns of the board of trustees and other constituencies.
- Present to the board an evaluation of the pace, direction, and organizational strength of the institution.
- Prepare a review of the CEO and recommend salary for consideration by the appropriate committee.
- Annually focus the board's attention on matters of institutional governance that relate to its own structure, role, and relationship to management. Make sure the board is satisfied that it has fulfilled all of its responsibilities.
- Act as another set of eyes and ears.
- Serve as an alternate spokesperson.
- Fulfill such other assignments as the chair and CEO agree are appropriate and desirable for the chair to perform.

A chair who is also the CEO makes the agenda, conducts the meeting, presents management's recommendations, controls the discussion, and asks for support of his or her own recommendations. When one does all that and picks fellow board members as well, you have, in my opinion, a dictatorship. It may be benign and it may even be enlightened, but it is nonetheless a dictatorship. In my view, any chair/CEO inevitably wears primarily the CEO hat and only occasionally takes on the far more neutral and impartial role of the chair of the board.

Second, it is my opinion that, where the chair is the CEO of a nonprofit organization, you will inevitably have only a functionary as the chief administrative officer. You will always have to settle for a second-rater; you will never get and certainly never keep an imaginative and creative innovator, leader and motivator.

As trustees we are there to support, encourage, challenge, stimulate, and help that professional whom we pick to lead our endeavor.

Third, I submit that the most crucial relationship in the entire enterprise is that between the CEO and the chair. In my view it will be a far better relationship if both clearly recognize that the CEO, not the chair, is indeed the CEO. Then the chair becomes the CEO's partner in making a great board, in enhancing its ability to carry out all of its responsibilities, and in encouraging it to support the CEO in every reasonable way. As a director of the Minnesota Orchestral Association, I came to the conclusion that the only role of a trustee of an orchestra is the care and feeding of the music director. By that I mean everything the board

does is done to enhance and support the vision and mission of the music director. Well, so it is with all trusteeship. As trustees we are there, it seems to me, to support, encourage, challenge, stimulate, and help that professional whom we pick to lead our endeavor. If every board could see its role as that, I am convinced we would have far more dynamic institutions, far stronger professional executives, far more attractive independent sector careers, far better relationships between board and management, and a far greater willingness on the part of board members to undertake whatever volunteer assignments are requested of them.

Governance Is Not Management

That statement concludes my case that governance is governance, management is management, and the difference between the two must be clearly understood and accepted. In making that case, I hope that I have also convinced you that governance is governance no matter what the institution—be it government, corporation, or nonprofit (be it health agency, organized religious group, arts institution, foundation, or advocacy group).

The role of the board of the American Charitable Institution is in my opinion identical to that of the board of directors of Dayton Hudson Corporation. Dayton Hudson Corporation's board position description clearly states that it is its primary function "as representatives of the shareholders, to be the primary force pressing the corporation to the realization of its opportunities and the fulfillment of its obligations to its shareholders, customers, employees and the communities in which it operates."

As I indicated in my hypothetical position description of the American Charitable

Institution, the board's function is, "As representatives of the public, be the primary force pressing the institution to the realization of its opportunities for service and the fulfillment of its obligations to all its constituencies."

To do this, each board (for-profit or not-for-profit) must organize itself and conduct its affairs in such a way that it can attract, keep, motivate, evaluate, and reward—and if

So when we sign on as trustees we also sign on as volunteers agreeing in essence to undertake any assignment reasonably asked of us.

necessary change—a CEO who, with the chair's help and the board's support, will lead the institution to fulfillment of its mission and enable the board to fulfill all of its responsibilities.

Trustees as Volunteers

I want to make just one more point to which I alluded at the beginning. I wrote this essay at the request of the CEO of INDEPENDENT SECTOR. You see, in addition to being one of the CEO's bosses, I am also the CEO's volunteer. Our CEO is our leader, our inspiration, our coordinator, our expeditor, our doer. But because we are a voluntary organization, I recognize that no CEO can ever do it alone or even do it with an excellent staff.

To be effective, the CEO needs hundreds, thousands, perhaps millions of volunteers to carry out the work of INDEPENDENT SECTOR or any other organization. So when we sign on

Board of Trustees

Function

- As representatives of the public, be the primary force pressing the institution to the realization of its opportunities for service and the fulfillment of its obligations to all its constituencies.

Duties

Planning

- Approve the institution's philosophy and review management's performance in achieving it.
- Annually assess the ever-changing environment and approve the institution's strategy in relation to it.
- Annually review and approve the institution's plans for funding its strategy. Review and approve the institution's five-year financial goals.
- Annually review and approve the institution's budget.
- Approve major policies.

Organizations

- Elect, monitor, appraise, advise, stimulate, support, reward and, if deemed necessary or desirable, change top management. Regularly discuss with the CEO matters that are of concern to him or her or to the board.
- Be assured that management succession is properly being provided.
- Be assured that the status of organizational strength and human resources planning is equal to the requirements of the long-range goals.
- Approve appropriate compensation and benefit policies and practices. Propose a slate of directors to members and fill vacancies as needed.
- Annually approve the performance review of the CEO and establish his or her compensation based on recommendations of the personnel committee and chair of the board.
- Determine eligibility for and appoint board committees in response to recommendations of the nominating committee.
- Annually review the performance of the board and take steps (including its composition, organization, and responsibilities) to improve its performance.

Operations

- Review the results achieved by management as compared with the institution's philosophy, annual and long-range goals, and the performance of similar institutions.
- Confirm that the financial structure of the institution is adequate for its current needs and its long-range strategy.
- Provide candid and constructive criticism, advice and comments. Approve major actions of the institution, such as capital expenditures on all projects over authorized limits and major changes in programs and services.

Audit

- Ensure that the board and its committees are adequately and currently informed—through reports and other methods—of the condition of the institution and its operations.
- Confirm that published reports properly reflect the operating results and financial condition of the institution.
- Ascertain that management has established appropriate policies to define and identify conflicts of interest throughout the institution, and is diligently administering and enforcing those policies.
- Appoint independent auditors subject to approval by members.
- Review compliance with relevant material laws affecting the institution.

as trustees we also sign on as volunteers agreeing in essence to undertake any assignment reasonably asked of us. That's the only difference between a corporate board and a not-for-profit board. The corporate board will usually only be asked to undertake this additional role when the corporation is in real trouble. But our kinds of boards are asked to play this double role all the time. Individuals should not be invited to serve on such a board unless they are totally willing to undertake the volunteer side as well as the governance side of a trustee's responsibility. So a CEO is a CEO, but a trustee is a governor and a volunteer.

A trustee of a not-for-profit organization has an obligation to be a volunteer in addition to governing, but otherwise the responsibility of a trustee and the responsibility of a corporate director are absolutely identical.

Let's never forget then that the board of trustees of the American Charitable Institution (and your board as well) has two roles—governance and volunteering. They are complementary but very different roles.

Governance is not management and it surely is not volunteering. Furthermore, it is the same no matter what the institution. Governance is governance.

A Follow-Up Interview with Ken Dayton

You have said that the responsibility for governance of an organization rests with the board and the responsibility for management rests with the CEO or executive director—the full-time, paid executive. Would you explain what you mean by “governance?”

DAYTON: First of all, governance is not management. Second, governance is recognizing the responsibility that, as a board member, you have to protect the long-range future of your organization and see to it that it fulfills its obligations to its constituencies, however defined. And by governance I mean that as a board member you have to see to it that the organization is well managed, rather than managing it yourself.

How do you compare the responsibilities of a corporate director with those of a nonprofit trustee?

DAYTON: A trustee of a not-for-profit organization has an obligation to be a volunteer in addition to governing, but otherwise the responsibility of a trustee and the responsibility of a corporate director are absolutely identical. In both cases the individual is selected as a guardian of the constituencies that are affected by that organization and the responsibility of the board, in either case, is to protect the long-range future of the organization and the long-range interests of all its constituencies. In both cases they go about fulfilling those responsibilities in almost the same way—by seeing to it that the board of directors or the board of trustees is enabled to fulfill its responsibilities to the organization.

And the CEO is the enabler and the manager not just of the organization but also of the board?

DAYTON: Exactly.

What are some of the things a CEO can do to enable a board?

DAYTON: I think number one is to make certain that the board understands what its responsibilities are.

A review helps to perfect the methods and systems by which the board operates and fulfills its responsibilities.

Then, no matter how often the board meets over the course of a year, the CEO must make certain that he or she has enabled the board to fulfill all those responsibilities.

If the board has a responsibility, as I maintain it does, to review performance, then the CEO must give it a report of performance and must let it question, challenge, criticize, or praise that performance. If its responsibility is to approve a long-range strategy, the CEO has to present the plan and then let the board make it its own. Again, let it question, challenge, criticize, amend, and finally approve the plan. In every single case, if the board is to do its job, the CEO must enable it to do so.

I think every board should annually look at its role and its relationship with management and discuss with management the degree to which the board feels it has been enabled to fulfill its responsibilities. Several things can happen with such a review. For example, if the CEO hasn't done an adequate job of reviewing performance or allocating capital or whatever, then the board has an opportunity to say, "We wish you'd do more of that for us."

Also, when such a review occurs, the board tends to look at itself as it would not otherwise and say, "Hey, you gave us that opportunity but we really missed it." A review helps to perfect the methods and systems by which the board operates and fulfills its responsibilities.

The third thing a review triggers is a greatly improved relationship between the board members and the managers, between the board and the CEO. I think that the most important dynamic in any organization is just such a relationship. The review process gets it all on a very discussible basis of "how can we do a better job together?" That's the secret of running an institution.

How does a CEO see to it that his or her organization has a good board?

DAYTON: I think it's clearly a shared responsibility. The chair of the board has a major responsibility to build a good board. But I think that any CEO who leaves the building of the board entirely to the board itself will probably find that the board becomes weakened over time. I think that you have to work hard on the composition of your board.

Previously I was talking about the way in which you use the board and help train, educate, and involve it, but the way in which you constitute a board is equally important. I believe strongly that you have to go about it in a thoughtful, well-organized way.

The worst way to find board members is to say at a board meeting, "My gosh, we're short of trustees. Does anybody know anyone who would like to come on the board?" And someone says, "Well, I know old Joe or Suzy and he or she would be just wonderful." That's the kind of casual, buddy-boy, old-school system that results in a relatively complacent, compatible, and ingrown board.

What's the best alternative?

DAYTON: I think the only way to go about building a model board is to say, "What kind of a board do we really need for this organization?" Consider how many executives you want, what kind of executives you want, what other kind of talent you want, and what kind of balance you want regarding age, sex, or ethnic background. If you know what you would like your board to look like, then you know what kinds of directors or trustees you need to seek out. You should always be building towards the future composition of the board.

How does a CEO begin achieving a good balance on the board?

DAYTON: Each organization has to sit down and decide what characteristics it needs its board members to have. If you say, "We just want balance"—so many female and so many minority and so many of this or that—then you end up with a constructed, patched-together board that probably won't work very well. Diversity should be the goal, not representation.

If you have a board that is solely composed of CEOs of the 10 major corporations in your community, you don't have a very diverse board. If you have a board that's all male, you don't have a very diverse board. I don't think there's any set number of male and female board members you have to have, but you certainly do want a board of diverse background, experience, and success. Going after diversity and specific kinds of input will solve the balance problem.

Are there any other considerations?

DAYTON: The other thing you need to think out clearly is what characteristics you want on a board. When I was a CEO, we listed the qualities that we were looking for in individual directors. Each director didn't have to have all of

those qualities, but the board in total needs to have all of those various characteristics.

There are 11 *necessary* characteristics: integrity, wisdom, independence, a valid business or professional knowledge and experience that could bear on our own problems and deliberations, a track record of accomplishment with excellent organizations,

Diversity should be the goal, not representation.

an understanding and a general acceptance of our philosophy (which applies equally to nonprofits and corporations), an inquiring mind, a willingness to speak one's mind, the ability to challenge and stimulate management (a lot of people on boards don't want management to be better—they're perfectly comfortable with a hack because then they can take over their particular part of the operation and exercise their own pet hobby), a future orientation (I want people on the board who are looking ahead), and, last, the willingness to commit time and energy.

Accomplishing these goals is not hard to do. You've just got to work at it. If you're trying to hire a CEO, you're probably using a search firm, getting all kinds of input from the field, and taking action to find the best CEO you can. So why don't organizations use the same care and thought, the same degree of professionalism in selecting trustees as they do in selecting executives?

Trustees are ultimately responsible for an organization's welfare. CEOs come and go, but the organization and the board go on and on. No one should be asked to accept a board position unless you are confident that he or she can and will fulfill all the responsibilities of a trustee.

Do you think board members should have a set term of service?

DAYTON: I'm a strong believer in rotation, in bringing in a steady flow of new people, new talents, and new ideas. I think every director or trustee has a certain bell-shaped curve of contribution to make. It usually takes a year or two to really understand an organization and its needs, problems, and opportunities. After gaining that understanding, a board member then provides several years of ideas, input, and productivity.

But after a certain period of time, the organization would be better off with fresh, new ideas. I even more strongly believe in rotation for the chair. In nonprofits, it's important that a board never be dominated by any one person or even by a small clique.

What qualities should a CEO look for in the chair of the board?

DAYTON: I think the chair ought to love the organization more than anyone else does. Too many take this leadership role because it's their turn or because they like the prestige, rather than because they're determined to make the organization even better.

I think the chair should have two important qualifications. First, the chair ought to be a good partner to the CEO. The chair should spend time trying to help that person do his or her job well. The chair, as the alternate spokesperson of the organization, should try to build the CEO and bask in the reflected glory.

Second, the chair should have the competence to handle the job of heading the board. The board needs the CEO to come up with programs, ideas, recommendations, and so forth, but then the chair must make certain that management has built an agenda that will help the board understand the situation and fulfill its responsibilities.

You have said that boards always tend to fill management voids. Why?

DAYTON: Over long experience I've found that for any void that management leaves there will always be some board member who either knows how to do that job, make that decision, or perform it better than management does, or there will be a board member who has a particular, specialized expertise and interest in a particular subject. I once saw a corporation in which the CEO and the top financial officer disagreed about how to go about doing some financing until one of the directors, who had expertise in that area, stepped in and told them how to do it.

It can work exactly the same way with nonprofits. If management is floundering or hasn't covered certain bases, you'll find somebody on the board who is an expert in that field who'll tell management how to do it.

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That person is very capable of taking over the management of that function. To me the trick, if you're the CEO, is to make sure you don't leave any management voids. Every time the board gives you trouble about something it's probably because you haven't figured out how to handle that responsibility. So when your board gives you trouble, the problem usually is with management, not the board.

How does a CEO keep the board from taking over responsibilities that properly belong to management?

DAYTON: I'm all for going to the board and saying, "We'd like your thoughts about this problem that we haven't been able to solve." But once you get the board's idea on that subject, you should say, "We'll come back to you next month with a recommendation."

Then the ball is back in your court, and the board is put back into its position of governing rather than managing. It's a matter of benefitting from the board's expertise and connections while maintaining the responsibility and control necessary to keep you in the driver's seat.

What happens if the board insists on interfering?

DAYTON: Anytime you've got a board that is, in essence, managing the institution, the CEO is merely a figurehead and the organization is inevitably headed for trouble. A CEO should never say, "Well, the reason this failed was that so-and-so on the board did that. I knew at the time it wasn't right, but who am I to say anything?" In my opinion, a person who says that is a very weak executive.

How about the reverse of that problem, where the CEO is a person of great vision who dominates the organization's board and staff, but is not a terribly effective manager?

DAYTON: Not everything has to be institutionalized. Sometimes a dynamic person can accomplish a lot of good in society all by himself or herself or with a small band of people, but then everyone should recognize that when that person is gone the organization ought to fold up because it hasn't been institutionalized.

The role of the board is to institutionalize the concept, the genius that created it. It shouldn't make any difference whether the person who started it is there or retires or is hit by a car. Part of the board's responsibility is to see to it that the future of the institution is protected. This means you must have backups, you must have successors, you must have people in training, you must have the institutional capacity to carry on. A CEO who cannot develop a successor team that will do better than he or she is doing has no business being a CEO.

What if a CEO would like to involve the board in more decisions, but finds that board members are reluctant to be active?

DAYTON: CEOs who have that type of board have no one to blame but themselves. Now, you may have walked into that situation. But no one should accept a CEO position unless he or she has got a good board or knows how to build a good board, and has a chair who is willing to work to build one.

I think that too many CEOs in the nonprofit sector don't even want a good board. They say, "I don't want anyone looking over my shoulder. I don't want anyone second-guessing me. I don't want anyone reviewing my performance."

But if they really want to be good, if they really want to grow, if they really want to build that institution into a dynamic factor in society, then they will soon discover that they can do it so much more effectively if they have a dynamic, effective board. Not only will it help them do their jobs better but it will make them better individuals because of that challenge and stimulation.



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