

Board Policy Manual

(Final Draft, presented 01/17/2012)

1.0 Policy type: Governance Process

The Board will govern lawfully, observing the principles of the Policy Governance model, with an emphasis on:

- Outward vision rather than internal preoccupation,
- Encouragement of diversity in view-points,
- Strategic leadership more than administrative detail,
- Clear distinction of Board and Director roles,
- Collective rather than individual decisions,
- Future rather than past or present, and
- Proactivity rather than reactivity.

Policy title: 1.1. Governing style

1. The Board may conduct electronic meetings in accordance with the provisions of the Public Meetings Act and particularly 52-4-207 (UCA, 2007)
2. The Board will cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board will be the initiator of policy, not merely a reactor to staff initiatives. The Board will not use the expertise of individual members to substitute for the judgment of the Board, although the expertise of individual members may be used to enhance the understanding of the Board as a body.
3. The Board will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Board's values and perspectives. The Board's major policy focus will be on the intended long-term impacts outside the staff organization, not on the administrative or programmatic means of attaining these effects.
4. The Board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policymaking principles, respect of roles, and ensuring the continuance of governance capability. Although the Board can change its policies at any time, it will scrupulously observe those currently in force.
5. Continual Board development will include orientation of new Board members in the Board's governance process and periodic Board discussion of process improvement.
6. The Board will allow no officer, individual, or committee of the Board to hinder or serve as an excuse for not fulfilling group obligations.
7. During each meeting the Board will monitor and discuss the Board's policies and performance of the current meeting. Self-monitoring will include comparison of

Board activity and discipline to policies in the Governance Process and Board-Management Delegation categories.

Policy type: Governance Process

Policy title: 1.2. Board Job Description

Specific job outputs of the Board as an informed agent of the ownership are only those that ensure appropriate organizational performance.

1. Provide the authoritative linkage between the ownership and the operational organization.
2. Provide written governing policies that realistically address the broadest levels of all organizational decisions and situations.
 - a. Ends: The organizational impacts, benefits, outcomes, recipients, beneficiaries, impacted groups; and their relative worth in cost or priority.
 - b. Executive authority that establish the prudent and ethical boundaries within which all executive activity and decisions must take place.
 - c. Governance Process: Specification of how the Board conceives, carries out, and monitors its own policies.
 - d. Board-Management Delegation: How power is delegated and its proper use monitored; the Director's role, authority, and accountability.
3. Provide assurance of successful organizational performance on Ends and Executive Authority
4. To accomplish its job outputs with a governance style consistent with Board policies, the Board will follow an annual agenda that:
 - a. Completes a re-exploration of Ends policies, and
 - b. Continually improves Board performance through Board education and enriched input and deliberation.
 - c. The yearly cycle will conclude each year on the last day of February so that administrative planning and budgeting can be based on accomplishing a one-year segment of the Board's most recent statement of long-term Ends.
 - d. The Board will complete its annual agenda before the last day of February and the yearly cycle will start March 1. At a minimum, the annual agenda will identify the following:
 - i. Gaining input from all stakeholder groups annually.
 - ii. Governance education and education related to the ends determination (presentation by futurists, demographers, advocacy groups, staff, and so on) will be arranged in the annual agenda, to be held during the balance of the year.
 - iii. Board recruitment meetings that may include Policy Governance trainings twice annually to identify potential Board Members.
 - iv. Set a specific date for strategic planning by the Board

- v. Nomination and ratification of new Board members.
 - vi. Nomination and ratification of the Chair, Vice Chair, Treasurer and Secretary.
 - e. Director remuneration will be decided during the month of May based on the monitoring reports received during the current year.
5. To accomplish its job outputs with a governance style consistent with Board policies, the Board will follow a Board Meeting agenda.
- a. Board members may recommend or request an item for Board discussion by submitting the item to the Chair no later than 5 calendar days prior to the Board meeting.
 - b. Examine Ends policies.
 - c. Examine and monitor Board performance.
 - d. Contains time for Board trainings.
 - e. Attend to consent agenda items as expeditiously as possible.
 - f. Director monitoring from report received since the previous meeting.
 - g. Plan for direct inspection monitoring or arrangements for third party monitoring when necessary.
 - h. Provide opportunity for public input?
 - i. Provide public notice of meetings consistent with the requirements of The Open Meetings Act

Policy type: Governance Process

Policy title: 1.3. Board Chair's Role

The Board Chair, a specifically empowered member of the Board, ensures the integrity of the Board's policies, and secondarily, occasionally represents the Board to outside parties.

1. The assigned result of the Chair's job is that the Board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
 - a. Meeting discussion content will consist solely of issues that clearly belong to the Board to decide or to monitor according to Board policy.
 - b. Information that is neither for monitoring performance nor for Board decisions will be avoided or minimized and always noted as such.
 - c. Deliberation will be fair, open, and thorough but also timely, orderly, and kept to the point.
2. The authority of the Chair consists in making decisions that fall within topics covered by Board policies on governance processes and Board-Management Delegation, with the exception of employment or termination of the Director and areas where the Board specifically delegates portions of this authority to others. The chair is authorized to use any reasonable interpretation of the provisions in these policies.
 - a. The Chair is empowered to chair Board meetings with all the commonly accepted powers of that position, such as ruling and recognizing.

- b. The Chair has no authority to make decisions about policies created by the Board within Ends and Executive Limitations policy areas. Therefore, the Chair has no authority to supervise or direct the Director.
 - c. The Chair may represent the Board to outside parties in announcing Board-stated positions and in stating Chair decisions and interpretations within the area delegated to that role.
 - d. The Chair may delegate this authority but remains accountable for its use.
3. Nomination and ratification of the Chair will be done yearly.

Policy type: Governance Process

Policy title: 1.4. Board Secretaries Role

The Board secretary is an officer of the Board whose purpose is to ensure the integrity of the Board's documents with the exception of areas where the Board specifically delegates portions of this authority to others.

- 1. The assigned result of the secretary's job is to see to it that all Board documents and filings are accurate and timely.
 - a. Policies will be current in their reflection of Board decisions.
 - b. Policies will rigorously follow Policy Governance principles.
 - c. Bylaw elements necessary for legal compliance and for consistency with the principles of Policy Governance will be known to the Board.
 - d. Requirements for format, brevity, and accuracy of Board minutes will be known to the secretary.
- 2. The authority of the secretary is access to and control over Board documents.
- 3. The secretary may delegate its authority but remains accountable for its use.
- 4. Nomination and ratification of the secretary will be done yearly.

Policy type: Governance Process

Policy title: 1.5. Board Member Code of Conduct

The Board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members.

- 1. Members must demonstrate loyalty to Valley Academy, not conflicted by loyalties to staff, other organizations, or any personal interest.
- 2. Members must avoid conflict of interest with respect to their fiduciary responsibility.
 - a. There will be no self-dealing or business by a member with the organization. Members will annually disclose their involvement with other organizations or with vendors and any associations that might be reasonably seen as representing a conflict of interest.

- b. When the Board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall withdraw without comment not only from the vote but also from the deliberation.
 - c. Board members will not use their Board position to obtain employment in the organization for themselves, family members, or close associates. A Board member who applies for employment must first resign from the Board.
- 3. Board members may not attempt to exercise individual authority over the organization.
 - a. Members' interaction with the Director or with staff must recognize the lack of authority vested in individuals except when explicitly authorized by the Board. Therefore, no individual board member, including the Board Chair, shall give any staff member of the school, including the Director, any directives or unsolicited suggestions.
 - b. Members' interaction with the public, the press, or other entities must recognize the same limitation and inability of any Board member to speak for the Board except to repeat explicitly stated Board decisions.
 - c. Except for participation in Board deliberation about whether the Director has achieved any reasonable interpretation of Board policy, members will not express individual judgments of performance of staff or the Director.
 - d. The Board will respond as a whole to parent complaints only after the Director has addressed them or attempted to resolve them, as outlined in Board Policy.
- 4. Members will respect the confidentiality appropriate to issues of a sensitive nature.
- 5. Members will be properly prepared for Board deliberation.
- 6. Members will support the legitimacy and authority of the final determination of the Board on any matter, without regard to the member's personal position on the issue.

Policy Type: Governance Process

Policy Title: 1.6. Board Committee Principles

Board committees, when used, will be assigned so as to reinforce the wholeness of the Board's job and so as never to interfere with delegation from Board to Director.

- 1. Board committees are to help the Board do its job, never to help or advise the staff. Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. In keeping with the Board's broader focus, Board committees will not have direct dealings with current staff operations in an official capacity.
- 2. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and

authority will be carefully stated in order to prevent conflict with authority delegated to the Director.

3. Board committees cannot exercise authority over staff. The Director works for the full Board, and will therefore not be required to obtain the approval of a Board committee before an executive action.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a Board committee that has helped the Board create policy on some topic will not be used to monitor organizational performance on that same topic.
5. Committees will be used sparingly and ordinarily in an ad hoc capacity.
6. This policy applies to any group that is formed by Board action, whether or not it is called a committee and regardless of whether the group includes Board members. It does not apply to committees formed under the authority of the Director.

Policy Type: Governance Process

Policy Title: 1.7. Cost of Governance

Because poor governance costs more than learning to govern well, the Board will invest in its governance capacity.

1. Board skills, methods, and supports will be sufficient to ensure governing with excellence.
 - a. Training and retraining will be used ~~liberally~~ to orient new members and candidates for membership, as well as to maintain and increase existing members' skills and understandings.
 - b. Outside monitoring assistance will be arranged so that the Board can exercise confident control over organizational performance. This includes, but is not limited to an annual financial audit.
 - c. Outreach mechanisms will be used as needed to ensure the Board's ability to listen to stakeholder viewpoints and values.
2. Costs will be prudently incurred, though not at the expense of endangering the development and maintenance of superior capability.
 - a. Up to \$5,000 per fiscal year for training, including attendance at conferences and workshops.
 - b. Up to \$5,000 per fiscal year for audit and other third party monitoring of organizational performance to include a non-affiliated recorder of meeting minutes.
3. The Board will establish its Cost of Governance budget for the next fiscal year during the month of February.

2.0 Global Ends Policy

Valley Academy exists to empower students to build character and academic excellence utilizing a technologically advanced curriculum and integration with the arts to prepare them for the future.

Policy type: Ends

Policy title: 2.1. Academic Accomplishment

Valley Academy provides the tools and the environment to learn, acquire, and evaluate information to achieve academic mastery through the arts, a variety of resources, and current technologies.

Accordingly Valley Academy strives to achieve the following::

1. Students who have attended Valley Academy for two or more consecutive years will achieve “proficiency” (as defined by Utah State Office of Education standards) in each subject area as reported by the end-of-year state reference tests.
2. Ranked in the top decile as indicated by end-of-year state norm-referenced tests.
3. Student continuously enrolled in Valley Academy for at least one year will achieve at least one year’s growth in core subject areas (as measured by Board approved assessment provided by the Director) in exchange for one year’s worth of instruction.

Policy type: Ends

Policy title: 2.2. Citizenship

Valley Academy will adopt a curricular model of social/emotional learning which provides tools for students to develop a strong moral compass and emotional intelligence.

Policy type: Ends

Policy title: 2.3. Appreciation for Learning

Valley Academy will strive to impart in each student ~~has~~ the capability to recognize and appreciate the relevance of academic content and its intrinsic value in his/her life.

Accordingly, all students will be equipped with a minimum set of skills:

1. Solve problems where hypotheses must be formed and tested.
2. Effectively communicate orally and in writing.
3. Use technology for word processing, spreadsheets, information, research, and communication.

4. To make situationally appropriate decisions and use time wisely.

Policy type: Ends

Policy title: 2.4. Community Involvement

All members of the Valley Academy community contribute to student progress and achievement through active involvement in the educational process.

Accordingly, community members:

1. Have clear expectations of the services the school provides and of what it does not provide.
2. Are given opportunities to provide input for improvement prior to new school initiatives or before major decisions are undertaken.
3. Contribute to the betterment of the school through volunteering of time and or resources.

Policy type: Ends

Policy title: 2.5. School Culture

A culture of accountability exists for the school community.

Accordingly,

1. Valley Academy community members exhibit personal responsibility for the success of the school.
2. The school will publish a Dress Code, which fosters an environment conducive to learning and a sense of community.

3.0 Global Board-Management Delegation

The Board's sole official connection to the operational organization, its achievements, and conduct will be through a chief executive officer, titled Director.

Policy type: Board management delegation

Policy title: 3.1. Unity of Control

Only officially passed motions of the Board are binding on the Director.

1. Decision or instructions of individual Board members, officers, or committees are not binding on the Director.
2. In the case of Board members or committees requesting information or assistance without authorization, the Director should refuse such requests that require, in the Director's opinion, a material amount of staff time or funds, or are disruptive.

Policy type: Board management delegation

Policy title 3.2. Accountability of the Director

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

1. The Board will never give instructions to persons who report directly or indirectly to the Director.
2. The Board will not evaluate, either formally or informally, any staff other than the Director.
3. The Board will view Director performance as identical to organizational performance so that organizational accomplishment of Board-stated Ends will be viewed as successful Director performance.

Policy type: Board management delegation

Policy title 3.3. Delegation to the Director

The Board will instruct the Director through written policies that prescribe the organizational Ends to be achieved allowing the Director to use any responsible interpretation of these policies.

1. The Board will develop policies instructing the Director to achieve specified results, for specified recipients, at a specified cost.
2. The Board will develop policies that limit the latitude the Director may exercise in choosing the organizational means. The Board will never prescribe organizational means delegated to the Director.
3. As long as the Director uses any reasonable interpretation of the Board's policies, the Director is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and pursue all activities. Such decisions of the Director shall have full force and authority as if decided by the Board.
4. The Board may change its policies, thereby shifting the boundary between Board and Director domains. By doing so, the Board changes the latitude of choice given to the Director, but as long as any particular delegation is in place, the Board will respect and support the Director's choices.

Policy type: Board management delegation

Policy title: 3.4. Monitoring Director Performance

Systematic and rigorous monitoring of Director job performance will be solely against the expected Director job outputs:

1. Formal Director evaluation will be conducted twice annually by the board using a mutually agreed upon instrument (s).

2. Board members shall not individually or collectively solicit information regarding the Director's performance outside the specified guidelines set forth in this document.

4.0 Valley Academy Global Executive Authority Policy

The Director shall maintain organizational practices which provide ethical, safe and commonly accepted applications for all individuals within the school community

Policy type: Executive Authority

Policy title: 4.1. Treatment of students, parents, and community

The Director shall maintain policies which promote timely, organized and respectful treatment of all Valley Academy community members

Accordingly, the Director shall:

1. Elicit information for which there is clear necessity.
2. Use methods of collecting, reviewing, transmitting, or storing information that safeguards confidential information.
3. Have policies in place which address safety, security and school accessibility.
4. Have a comprehensive internet use policy in place to include:
 - a. Appropriate access of sites and material
 - b. Appropriate transmission of material
 - c. Compliance with the Children's Internet Protection Act (47 U.S.C. & 254)
5. Have appropriate policies and procedures governing extended curricular and extra-curricular travel, field trip activities, and student transportation.
6. Establish a wellness policy fostering a healthy nutritional atmosphere.
7. Provide a policy for effective handling of grievances promptly and responsibly.
8. Ensure all stakeholders of Valley Academy work together in an advisory capacity to provide students with educational experiences that meet the Board's Ends.
9. Implement a homework policy designed to accomplish the school's outcomes while taking into consideration the numerous outside demands on students.
10. Provide for controls to ensure compliance with all regulatory, federal and state requirements.

Policy Type: Executive Authority

Policy title: 4.2. Treatment of Staff

The Director shall provide for policies and procedures which protect employee rights with regard to Equal Employment Opportunity as outlined in Federal Statute.

Accordingly, the Director shall:

1. Clarify rules and processes for staff.
2. Provide for effective handling of grievances or concerns.
3. Protect against wrongful conditions and preferential treatment.
4. Include position specific job descriptions, salary and compensation plans for all positions.
5. Include a personnel performance evaluation system that ensures the ends of the school are met.
6. Provide for hiring qualified staff
7. The school will not employ an individual whose license has been revoked or is currently suspended by the Utah State Board of Education or whose license has been revoked or is currently suspended by another state Board of Education.
8. Provide for termination and/or separation procedures.
9. Provide policy regarding staff travel to fulfill their official duties or to attend seminars, conferences or other professional or educational activities benefiting the school.
 - a. Director travel requires prior Board approval.
 - b. Acquaint staff with their rights under this policy.
10. Provide for staff emergency and safety training.
11. Provide policy for grieving to the Board when:
 - a. Internal grievance procedures have been exhausted, and
 - b. The employee alleges that Board policy has been violated.

Policy Type: Executive Authority Insert Board approved plan here.

Policy title: 3.3. Financial Planning/Budgeting

Policy Type: Executive Authority

Policy title: 4.4. Financial Condition and Activities Insert Board approved plan here

Policy Type: Executive Authority

Policy title: 4.5. Emergency Director Succession

The Director shall have one other administrator (budget permitting) sufficiently familiar with administrative issues and processes to enable them to take over with reasonable proficiency as an interim successor.

Policy Type: Executive Authority**Policy title: 4.6. Asset Protection**

The Director will implement protections to safeguard the assets and property of the school to include:

1. Insurance against theft and casualty liability losses to Board members, staff and the organization itself.
2. Have a written building and equipment maintenance plan and document services performed in a timely manner.

Policy Type: Executive Authority**Policy Title: 4.7. Communication and Support to the Board**

The Director shall keep the board informed of all relevant and pertinent information to include:

1. Board required monitoring data
2. Any actual or anticipated noncompliance with any Board policy
3. Anticipated media coverage, threatened or pending lawsuits, and material internal or external changes

Policy Type: Executive Authority**Policy Title: 4.8. Focus of Grants or Contracts**

The Director shall assure that any contracts entered into or grants obtained on behalf of Valley Academy will be properly executed according to GAAP and all applicable state and federal laws