



# OPTIMAL SCHOOL GOVERNANCE

## BEST PRACTICE IN SCHOOL GOVERNANCE

### COURSE OSG-N2 : OVERVIEW

**COURSE OBJECTIVE:** This course is designed to introduce 'responsible persons' (as defined under Section 47(b) of the Education Act in New South Wales) to the NESA requirements upon school boards to establish policies and procedures for proper governance, and to expand this basic information by developing an effective understanding of the principles and characteristics of 'best practice' in school governance. While the emphasis of the course is addressing ongoing professional learning needs, it is also highly suitable as a component of the induction of new 'responsible persons'.

**COURSE AIMS:**

1. To inform 'responsible persons' about the NESA requirements and expectations in the area of school governance;
2. To expand knowledge of the NESA requirements and expectations into a good understanding of these requirements, as demonstrated by a commitment to fulfil these requirements and adhere to principles and practices of 'best practice' in school governance;
3. To help 'responsible persons' develop a practical strategy to fulfil the NESA requirements in terms of (a) record keeping, (b) understanding sound governance principles and practices, and (c) implementing 'best practice' in school governance;
4. To understand the forces that can lead to sub-optimal or dysfunctional school governance, especially conflicts of interest and related party transactions, and take appropriate precautionary or corrective action;
5. To understand the importance of fiduciary duty obligations, and especially risk management;
6. To develop strategies and procedures to manage risk effectively;
7. To initiate an ongoing reflective process of effective governance and board evaluation.

**DURATION OF THE COURSE:** Eight hours, either in a single session (one day) or two half days (mornings, afternoons or evenings).

**MODE OF DELIVERY:** Face-to-face workshop with all the 'responsible persons' in one group, usually delivered at the school or at another suitable venue organised by the school.

**COURSE CONTENT:** Like the other courses offered, this course has a modular structure, drawing from the sessions listed below:

- |                                 |                                      |
|---------------------------------|--------------------------------------|
| 1. Introductions                | 8. Board-Head relationship           |
| 2. NESA requirements            | 9. Board meetings and dynamics       |
| 3. Governance vs management     | 10. Board composition and succession |
| 4. Staying focussed in a crisis | 11. Fiduciary duties compliance      |
| 5. Dysfunctional boards         | 12. Other board duties               |
| 6. Healthy boards               | 13. Community engagement             |
| 7. Mission and vision           | 14. Evaluating the board             |

Each module is designed to take approximately 50 minutes, including discussion and questions, except module 1 which normally takes 20-30 minutes. The 10 modules included in this course are detailed in the table starting on the next page.

**CERTIFICATION:** Upon successful completion of the course, a signed letter is issued to the school certifying the name of the course, the content covered, the duration of the course, the venue, and the names of those persons who attended.



Module	Title	Content	NESA Manual Mapping
1	Introductions	<ul style="list-style-type: none"> <li>• Getting to know each other</li> <li>• Being a board member means ...</li> </ul>	-
2	NESA Requirements	<ul style="list-style-type: none"> <li>• Why the NESA requirements are needed</li> <li>• What NESA requires</li> <li>• Who is responsible?</li> <li>• The six compliance requirements</li> <li>• Policies and procedures</li> <li>• Conflicts of interest</li> <li>• Related party transactions register</li> <li>• Professional learning</li> <li>• Induction process</li> <li>• External independent attestation audit</li> <li>• Documentation and record keeping</li> </ul>	3.9.3 3.9.3.1 3.9.3.2 3.9.3.3 3.9.3.4 3.9.3.5 3.9.3.6  5.9.3
3	Governance vs Management	<ul style="list-style-type: none"> <li>• The nature of a board</li> <li>• Committees</li> <li>• Powers of a board</li> <li>• Governance and management</li> <li>• The accountability and responsibility relationship</li> <li>• The scope of a delegations schedule</li> <li>• Models of governance</li> </ul>	3.9.3.1
5	Dysfunctional boards	<ul style="list-style-type: none"> <li>• “What keeps us up at night”</li> <li>• Governance and management re-visited</li> <li>• Problem trustees (board members)</li> <li>• Problematic board dynamics</li> <li>• Why dysfunctional governance matters</li> <li>• Characteristics of poor governance</li> <li>• Characteristics of good governance</li> <li>• Using crises as opportunities for new solutions</li> </ul>	3.9.3.1
6	Healthy boards	<ul style="list-style-type: none"> <li>• The importance of mission (context and philosophy)</li> <li>• Characteristics of high quality governance</li> <li>• Stability</li> <li>• Meetings</li> <li>• Board operations</li> <li>• The Board Chair</li> <li>• Board priorities</li> <li>• Collaboration</li> <li>• Code of conduct</li> <li>• Responsible boards and exceptional boards</li> <li>• ‘Best Practice’ in school governance</li> </ul>	3.9.3 3.9.3.1 3.9.3.2 3.9.3.4
4	Staying focussed in a crisis	<ul style="list-style-type: none"> <li>• Stakeholder issues that cause pressure</li> <li>• Common features of unhappiness</li> <li>• Forms of protest</li> <li>• The sparks</li> <li>• Common dangerous reactions by the board</li> <li>• Consequences for the board</li> <li>• The role of the Head in a crisis</li> <li>• How the board should respond</li> <li>• Initiating action in a crisis</li> <li>• What not to do if a crisis emerges</li> </ul>	3.9.3.1 3.9.3.2



Module	Title	Content	NESA Manual Mapping
8	The Board-Head relationship	<ul style="list-style-type: none"> <li>• The most important relationship</li> <li>• “Supporting God on a good day”</li> <li>• Overseeing the Head               <ul style="list-style-type: none"> <li>* Hiring the Head</li> <li>* Responsibilities of the Head</li> <li>* The Head’s remuneration</li> <li>* The Head’s evaluation</li> </ul> </li> <li>• Engagement with the Head               <ul style="list-style-type: none"> <li>* The Chair’s role</li> <li>* Trustees’ (board members’) roles</li> </ul> </li> </ul>	<p>3.9.3.1 3.9.3.5</p>
11	Fiduciary duties compliance	<ul style="list-style-type: none"> <li>• The three ‘duties’ of the board:               <ul style="list-style-type: none"> <li>* Duty of care</li> <li>* Duty of loyalty</li> <li>* Duty of Obedience</li> </ul> </li> <li>• Legal compliance               <ul style="list-style-type: none"> <li>* Governance and financing</li> <li>* What makes independent schools unique?</li> <li>* Accreditation</li> <li>* Why accreditation is important</li> <li>* Best practice in legal matters</li> </ul> </li> <li>• Financial sustainability               <ul style="list-style-type: none"> <li>* Responsible vs exceptional boards</li> <li>* Best practice in finance matters</li> </ul> </li> <li>• Resources               <ul style="list-style-type: none"> <li>* The board’s role in resourcing the school</li> <li>* Best practice in resource management</li> </ul> </li> <li>• Program oversight               <ul style="list-style-type: none"> <li>* The board’s role in program oversight</li> <li>* Best practice in program oversight</li> </ul> </li> <li>• Risk management               <ul style="list-style-type: none"> <li>* What is risk?</li> <li>* The board’s role in risk management</li> <li>* Risk management checklist</li> <li>* Identifying risk</li> <li>* Internal controls</li> <li>* Risk likelihood and consequences</li> <li>* A risk register template</li> <li>* Hypervigilance vs indifference: the zone of proportional scrutiny</li> <li>* Risk as opportunity</li> <li>* Best practice in risk management</li> </ul> </li> </ul>	<p>3.9.3.1 3.9.3.2 3.9.3.3 3.9.3.6</p>
9	Board meetings and dynamics	<ul style="list-style-type: none"> <li>• The body corporate</li> <li>• Professional courtesy</li> <li>• Using the agenda to implement the mission and vision</li> <li>• Reports to the board</li> <li>• The strategic agenda</li> <li>• Successful board meetings</li> <li>• Accurate minutes as a record of decisions and actions</li> <li>• Best practice in conducting board meetings</li> <li>• The importance of teamwork</li> </ul>	<p>3.9.3.1</p>
14	Evaluating the Board	<ul style="list-style-type: none"> <li>• The ‘fiduciary duty - mission - evaluation’ cycle.</li> <li>• Trustee (board member) evaluation</li> <li>• Board evaluation               <ul style="list-style-type: none"> <li>* Domains and dimensions</li> <li>* Measuring ‘best practice’</li> <li>* The process of evaluation</li> </ul> </li> </ul>	<p>3.9.3.1</p>