



**Meeting of the Governance Committee
of the Odyssey School of Denver Board of Directors
Thursday, October 13, 2016
4:00 to 5:00 pm at the Odyssey School**

MINUTES

1. Meeting was called to order at approximately 4:00 p.m.
2. Nora Flood (from the League of Charter Schools) provided input on issues identified by the committee and answered questions raised by committee members. Her input is summarized on the attached chart.
3. Meeting was adjourned at approximately 5:00 p.m.

Our Mission: Odyssey School of Denver is a diverse, public, K-8 Expeditionary Learning school. We teach students how to learn through a focus on academic achievement, critical thinking and social responsibility, preparing them for high school and beyond.

Our Vision: Odyssey School of Denver students will:

- Take risks and innovate;
- Lead with integrity and compassion;
- Be civically and socially engaged;
- Push themselves to exceed expectations; and
- Embrace learning as a life-long adventure.

Board Responsibilities: We ensure Odyssey's compliance to its contract with the Denver Public Schools, set and monitor the implementation of school policies, manage the school's annual budget and financial planning, and hire and evaluate the performance of our school's Executive Director.

**ODYSSEY DENVER GOVERNANCE COMMITTEE
SUMMARY OF INPUTS RECEIVED**

(Based solely on Brian's fallible notes; not confirmed with sources)

Issue	Current	Michelle	Nora	Family Council*	Staff Council
Board Composition					
Size of Board	10-15	Her ideal is 7, maybe 5 to 9	Her ideal is 9; 10-15 is common in larger organizations		
Family Reps	3 "parent directors", elected by "parents"	Fine to have some separately elected; "outside" at least 1 less than half	Fine to have some separately elected, but can also just designate seats; if elected, need to provide board can appoint if no one runs; likes balance between family and outside members		
Staff	2 "teacher directors," elected by "teachers"	Strongly discourage voting memberships; liaisons; if voting, bylaws should recuse from some subjects	Strongly discourage voting memberships		Strong desire to keep voting membership; okay with spelling out recusal
Term	3 years	2 or 3 years	3 years, staggered		
Term limits	None	No opinion; sees with a minority of boards; sees 4 to 8 years	Somewhat favors – maybe limit of 2 continuous terms, can serve again after break	Mixed; strong support for allowing exceptions if there are term limits	
Officers					
Offices	Chair, past chair, chair elect, treasurer, secretary		Eliminate past chair		
Terms	1 year (quasi 3 for chair)	1 year	1 year		
Term limits	None	No opinion			
Committees					
Exec Committee	Articles: strong Bylaws: imply weak	None, or weak with ratification; 2 members	Favors none; officers move things along in their respective areas	Strong support for eliminating	

Sch. Acct. Comm.	Not addressed – by motion, the board is the SAC		SAC not same as board; could be stand alone, could be board committee	
Other committees	Advisory unless empowered	Advisory; limited to 2 board members + non members	Advisory; limited to 2 board members + non-members; SAC is not board, can be formed by board, ED, or staff; favors delegating more to SAC	Strong support for including non-board members and making advisory
How constituted	Up to chair			
Indemn. Etc				
Indemnification	Articles: weak Bylaws: strong	Strong		
Ltd liability	None	Not needed because of gov't immunity		
Other				
Meeting notice	Public not addressed; three days for special	Should address public notice		
Misc.		Recommends other gov't entity related clauses		
Board voting	1 meeting veto, then majority	Favors eliminating veto	Favors eliminating veto	

*Summarizes views of individual members who spoke at the Family Council meeting, and does not reflect an official statement by Family Council as a whole.