

## **Report on the Recommendation to Reduce the Size of Nova's Board**

### **Current Recommendation from the Governance Committee:**

Nova's Board should be reduced to 7 people over the next three years; 1 community member, 2 teachers, and 4 parents. This will not require approval other than from the Board because it doesn't require a change in the Bylaws. The recommended process is to remove 1 community member seat (currently vacant right now) and 1 parent seat on July 1, 2021. Then remove 1 teacher seat on July 1, 2022 and remove 1 more parent seat on July 1, 2023. Resignations would not change this schedule; appointments to finish a year would continue to occur as written in the Bylaws. Instead, fewer spots would be up for election each year.

This recommendation was made for several reasons:

1. It will make the size of our Board more in line with best practices. 11-member boards are more common with start-up schools. 7 – 9 member boards are more common with more seasoned schools.
2. It will make it easier to avoid having a quorum of the Board at various committee meetings while still allowing all board members to participate at the committee level.
3. It will ideally streamline our election process by having fewer seats up for election (approx. 2/year instead of 3-4/ year). This gives us more opportunities to grow board members through work on board committees which in turn creates a stronger board when more new members are already familiar with some of the work of the Board.

### **Information Reviewed by the Governance Committee:**

From the State:

- <https://www.revisor.mn.gov/statutes/cite/124E.07> (subd. 3 and 4)

From our Bylaws:

- <https://www.novaclassical.org/wp-content/uploads/2019/02/Bylaws.pdf> (Article III)

From *Boards That Make a Difference* by John Carver:

- “Structure is best kept to the minimum necessary to accomplish the task. Establishing more officers than needed increases complexity with no compensating gain. Consequently, a board should start with the minimum number of officers required by law and add more only as they are needed...establishing the fewest officers required by the task will result in clearer rules and a smoother process.” (pg. 215-216)

Some other research with general information:

- <https://boardsource.org/resources/board-size-finding-the-sweet-spot/>
- <https://www.boardeffect.com/blog/board-size-nonprofit-governance/>

Comparisons:

Seven Hills Preparatory Academy – 11 members

St. Croix Prep. – 8 members

Eagle Ridge Academy – 5 members

DaVinci Academy – 9 members

Parnassus Prep. – 5 members

Cologne Academy – 7 members

St. Paul Public Schools – 7 members

Minneapolis Public Schools – 9 members

Edina Public Schools – 7 members

Roseville Area Public Schools – 6 members

## **Pros and Cons to Reducing Size**

### Pros

- Streamline processes; it's easier to have discussions where all participate, but meetings aren't extremely long.
- Each voice on the Board has a better chance of being expressed and heard.
- Only one or two board members would be on each committee, leaving more opportunities for others to be involved at the committee level, which in turn helps build a pool of future candidates to potentially serve on the Board.
- Having more non-board members on committees also allows for greater community participation in discussions, which are meant to happen at the committee level
- Board members have clear and contributing duties without being redundant; this can help keep the board out of administrative work.
- The Board currently has only 3 standing committees and 1 -2 ad hoc committees each year; this is unlikely to change any time soon and is very different from the past when the Board had 5 standing committees and 2-3 ad hoc committees.

## Cons

- Fewer seats mean fewer opportunities for people to serve at the board level.
- May be more difficult to ensure a broad representation on the Board.
- One person would hold more sway in decisions; could be more challenging to keep the Board focused on strategic work if a member has a specific agenda.
- If the Board creates more ad hoc committees, it may be harder to have board members on each committee without overstressing them. (Currently there is the Executive Director Review Committee; recently there has also been the Sustainability Committee.)

## **Other Considerations**

- Any decisions affecting the number of seats on the Board should be made by January (February at the latest) so that accurate information is shared for the Nova Board election.
- Setting a clear schedule allows for a clear election process and one that is not influenced by who might or might not be running for a seat on the Board.
- The reduction schedule recommended by the Governance Committee allows for gradual change and change that doesn't overly affect the ratios of Community Member/Parents/Teachers on the Board.
- Nova hasn't always had an 11-member board; it started with 5 members in 2003, but expanded to 11 by 2009 to handle the work of growing a high school and then building a new building. Nova is no longer undergoing significant growth like it was in the first 10 or so years, so it's logical to review the Board size and to see if it best fits Nova's needs.
- The conversation to reduce the size of the Board began about two years ago, but wasn't considered a priority as we were looking for a new Executive Director and were facing some tough financial/sustainability issues. It originated because of the difficulty in finding interested community members, and occasionally parents, to run for the Board, but also stemmed from lengthy board meetings (often 3+ hours long; they have been shorter since then, but the Board has also had fewer work sessions/trainings at the beginning of meetings for a variety of reasons).