



**Commitments and Responsibilities of  
The Northwest School Board of Trustees and  
Non-Trustee Board Committee Members  
as prepared by the NWS Board Governance Committee, Fall 2020**

The Northwest School  
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Thank you for your interest in expanding your volunteer participation in the work of The Northwest School Board of Trustees.

Members of the Board of Trustees and non-Trustee members of the permanent and ad-hoc Board Committees are invaluable resources to the work of the full Board as it oversees the Head of School in the administration of the School. Diverse perspectives, interests, and professional expertise are valued and necessary to enrich our students' experience.

Terms of service on Committees by non-board members is two years. Full Board service can be a commitment of up to three 3-year terms.

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## **Mission**

The Northwest School offers a faculty who engage each student in sequential, cross-disciplinary study in the Humanities, Sciences, and the Arts. We are a diverse community of people who challenge each other to learn in a healthy, creative, and collaborative atmosphere of respect for ourselves, others and the environment. We graduate students with historical, scientific, artistic, and global perspective, enabling them to think and act with integrity, believing they have a positive impact on the world.

## **Structure of the School Governance and Administration**

The Board of Trustees is the governing body of the school employs and supervises the Head of School. The President of the Board leads a Board Executive Committee which is comprised of a Vice President, Secretary and Treasurer and up to 4 additional trustees. The Board has 12 – 24 members. The Board's work is conducted through permanent Standing Committees and Ad Hoc Subcommittee that are chaired by Board Members, staffed by administrators, and can be comprised of additional non-Trustee volunteers.

The Head of School functions in a role comparable to the CEO of a corporation. They have full administrative authority and responsibility for implementing the programs of the school. The Head oversees five Senior Administrators who interface regularly with Board members, may staff Board Committees and attend all Board meetings.

## **Work of the Board**

The Board's overall mission is to preserve the school for future generations. To realize that mission, it has ten primary responsibilities:

- A. Develop and maintain a focus on the School's mission, values and vision
- B. Establish a strategic direction for the School
- C. Delegate authority where appropriate for organizational management
- D. Articulate, safeguard, model and promote the School's values
- E. Develop policies related to the generation of financial resources
- F. Ensure that the necessary resources are available to the School for implementation of the School's strategic plan and mission
- G. Ensure that the School has appropriate leadership at both the faculty and Board level
- H. Establish financial policies and ensure accountability
- I. Monitor compliance with applicable laws and ethical standards
- J. Monitor programs designed to achieve strategic goals and evaluate outcomes

## **Commitments and Responsibilities**

### Trustee

Trustees are expected to:

- A. Prepare for and attend monthly Board and periodic Board committee meetings and appropriate school functions
- B. Be and stay informed regarding the School's history, mission, services, policies and programs.
- C. Serve on at least one committee and agree to take on special assignments when requested. (Community Trustees are invited but not expected to serve on Board committees.)
- D. Make a personal financial contribution to the School at a level that is personally significant and reflects the School as a high priority in personal giving.
- E. Inform others in the community about the School.
- F. Suggest and, where appropriate, recruit possible nominees to the Board who can make significant contributions to the work of the Board and the organization.
- G. Keep up to date on developments in the local independent school community.
- H. Honor conflict of interest and confidentiality policies.
- I. Refrain from making special requests of the faculty.
- J. Assist the Board in carrying out its fiduciary responsibilities, including reviewing annual financial statements.

### Non-Trustee Board Committee Member

Non-Trustee Board Committee Members are expected to:

- A. Prepare for and attend committee meetings
- B. Support the decisions and work of the committee and school
- C. Avoid conflicts of interest and hold the participation of committee members and the interests of the school in confidence
- D. Refrain from making special requests of the faculty.

## **Terms of Service and Time Commitment**

### Trustee

The term of service for a Trustee is three years and can be renewed for up to a total of three terms. The term of service for a Community Trustee is one year which can be extended to a second year at the invitation of the Board. The National Association of Independent Schools (NAIS) estimates that the average time commitment of an individual trustee is 11 hours per month, for committee chairs 20 hours per month, and for board chairs 40 hours per month.

### Non-Trustee Board Committee Member

Non-Trustee Board Committee members are asked to commit to Committee service for two years. Committee membership is regularly changed to include as many voices and participants in the school as reasonable, though Committees' time and participation requirements vary by Committee.

## **Standing Committees**

There are seven standing committees identified in the Bylaws. Sub-committees and ad hoc committees or task forces may be established as needed.

The standing committees are: Executive, Finance, Governance, Development, Facilities, Marketing & Communications, and Audit & Risk Management. All standing committees are chaired by Board members, and any committee, except Executive and Governance, may include both Board and non-board members.

### **Executive Committee – Meets monthly per school year**

The Executive Committee of the Board is composed of the President, Vice President, Secretary and Treasurer, up to four additional Trustees, and the Head, ex-officio. It has all the authority of the Board in the governance of the School, when appropriate.

### **Finance Committee – Meets 8 times per school year**

The Finance Committee assists the Board in fulfilling its oversight responsibilities relative to the budgeting, accounting, reporting practices, investment policies, and long-range

financial planning of the School to ensure the quality and integrity of the financial reports of the School

**Governance Committee – Meets 8 times per school year**

The Governance Committee shall be composed of Trustees. The Governance Committee shall assist the Board in enhancing the effectiveness of the Board and recruiting, nominating, and training new Trustees.

**Development Committee – Meets 5 times per school year**

The Development Committee fosters a culture of philanthropy at the School and educate the school community about independent school fundraising. The Committee shall advise and assist the Development Office staff in planning and implementing fundraising efforts to carry out the mission of the school. Development Committee members are willing to contribute financially to annual School fundraising efforts and encourage others to do the same.

**Audit and Risk Management Committee – Meets 4 times per school year**

The Audit and Risk Management Committee assists the Board with its financial oversight responsibilities.

**Facilities Committee – Meets 5 times per school year**

The Facilities Committee assists the Board in matters pertaining to the School facilities, properties, and environmental sustainability.

**Marketing & Communications Committee – Meets 5 times per school year**

The Marketing & Communications Committee shall assist the Board in fulfilling capacity building and oversight responsibilities relative to marketing, brand, and communication strategy to ensure the quality and integrity of the School’s identity and reputation.

**Ad Hoc Committees, Task Forces, and Sub-Committees – Meet as needed**

Other Committees are assembled for specific purposes. They are chaired by a Board member and are under the auspices of standing Committees.

**403b 457 Retirement Plan Sub-Committee - Reports to Finance Committee**

Provides ongoing review and oversight of the school’s defined contributions retirement plan, its policies and structure, and its professional management and compliance. Reports to and is a sub-committee of the Finance Committee.

Investment Sub-Committee – Reports to the Finance Committee – Provides ongoing review and oversight of investment policies and professional management of funds held for investment.

Site Acquisition Task Force – Reports to the Finance Committee

Monitors property within bounds of the “contiguous campus.” Maintains relationships with neighbors/owners of said properties and recommends property acquisitions.

Campus Master Planning Sub-Committee – Reports to Facilities Committee

PGA Working Group – Reports to the Governance Committee

Admission Communications and Marketing Working Group – Reports to the Communications Committee

Head of School Search Sub-Committee – Reports to the Executive Committee



**Current Northwest School Board of Trustees and Administration:**

<http://northwestschool.org/about-the-school/board-of-trustees>

<http://northwestschool.org/our-community/faculty>

**Current List of Board Committee and Sub Committee Members 9.15.20**

**Executive Committee**

Cynthia Tee	President
Ian Blaine	VP
Dan Raymond	Treasurer
Felecia Job	Secretary
Tina Ragen	Member
Dennis Bisgaard	Int. Head
Tiffany Lobner	Asst. to the Head

**Audit and Risk Management**

Stacey Jones	<b>Chair</b>
Cynthia Tee	Ex-Officio
Scott Colee	Trustee
Val Nelson	Trustee
Gwendolyn Payton	Trustee
John Shue	Trustee
John Clements	Non-Trustee
Dennis Bisgaard	Faculty
Meg Goldner Rabinowitz	Faculty
Michal Allaire	Faculty
Alyssa Aimette	Faculty
Amy Krogness	Faculty

**Communications/Marketing**

Lynda Lopez	<b>Chair</b>
Cynthia Tee	Ex-Officio
Jan Chow	Trustee
Sally Ketcham	Trustee
Amy French	Non-Trustee
Glenn Hare	Non-Trustee
Elham Kazemi	Non-Trustee
Olivia Pi-Sunyer	Non-Trustee
Dennis Bisgaard	Faculty
Meg Goldner Rabinowitz	Faculty
Margie Combs	Faculty
Peter Woodburn	Faculty
Beth Mulvey	Faculty
Michele Sanchez	Faculty
Dmitry Sherbakov	Faculty
Svetlana Turetskya	Faculty

**Development**

	<b>Chair</b>
Kim Armstrong	
Cynthia Tee	Ex-Officio
Sally Ketcham	Trustee
Lesli Franklin	Trustee
Julie Lyss	Non-Trustee
Bonnie Porter	Non-Trustee
Emily Raymond	Non-Trustee
Dennis Bisgaard	Faculty
Meg Goldner Rabinowitz	Faculty
Beth Mulvey	Faculty
Margie Combs	Faculty
Julie Lombardo	Faculty
Svetlana Turetskya	Faculty
Amy Krogness	Faculty
Maria Mazcorro	Faculty

**Facilities**

Sally Ketcham	<b>Chair</b>
Cynthia Tee	Ex-Officio
Scott Colee	Trustee
Dan Raymond	Trustee
Emily Parker	Trustee
Gladys Ly-Au Young (PGA Liaison)	Ex Officio Board Member
Cory Carlson	Non-Trustee
Chip Ragen	Non-Trustee
Dennis Bisgaard	Faculty
Meg Goldner Rabinowitz	Faculty
Michal Allaire	Faculty
Tony Kauffman	Faculty
Jenny Cooper	Faculty
Amy Krogness	Faculty

**Finance**

Dan Raymond	<b>Chair</b>
Cynthia Tee	Ex-Officio
Jan Chow	Trustee
Felecia Job	Trustee
Tina Ragen	Trustee
Mark Malamud	Trustee
Alan Caplan	Non-Trustee
Dwayne King	Non-Trustee
Adam Miller	Non-Trustee
Dennis Bisgaard	Faculty
Meg Goldner Rabinowitz	Faculty
Michal Allaire	Faculty
Alyssa Aimette	Faculty
Amy Krogness	Faculty
Beth Mulvey	Faculty
Erica Bergamini	Faculty

**Governance**

Felecia Job	<b>Chair</b>
Cynthia Tee	Ex-Officio
Kim Armstrong	Trustee
Ann Bradford	Trustee
Jan Chow	Trustee
Lesli Franklin	Trustee
Lynda Lopez	Trustee
Mark Malamud	Trustee
Val Nelson	Trustee
Dennis Bisgaard	Faculty
Meg Goldner Rabinowitz	Faculty
Beth Mulvey	Faculty
Tiffany Lobner	Faculty

**Investment Sub**

John Shue	<b>Chair</b>
Cynthia Tee	Ex-Officio
Mark Malamud	Trustee
Tina Ragen	Trustee
Marco Abbruzzese	Non-Trustee
Adam Miller '05	Non-Trustee
Dennis Bisgaard	Faculty
Meg Goldner Rabinowitz	Faculty
Michal Allaire	Faculty
Jenny Cooper	Faculty
Amy Krogness	Faculty

**Retirement Plan Sub**

Jan Chow	Chair
Cynthia Tee	Ex-Officio
Gwendolyn Payton	Trustee
Stacey Jones	Trustee
Tom Lombardo	Non-Trustee
Dennis Bisgaard	Faculty
Meg Goldner Rabinowitz	Faculty
Michal Allaire	Faculty
Erica Bergamini	Faculty
Ruth Donohue	Faculty
Kiara Littlejohn	Faculty

**Search Committee**

Ann Bradford	Chair
Cynthia Tee	Ex-Officio
Jan Chow	Trustee
Rafael Del Castillo	Trustee
Felecia Job	Trustee
Emily Parker	Trustee
Erica Bergamini	Faculty
Francoise Besnard	Faculty
Alex Chen	Faculty
Scott Davis	Faculty
Hillary French	Faculty
Tiffany Lobner	Faculty
David Montero	Faculty
Michele Sanchez	Faculty
Randy Silver	Faculty
Christian Stallworth	Faculty
Chris Talone	Faculty
Cecilia Tung	Faculty

**Transition Committee**

Cynthia Tee	President
Ian Blaine	VP
Dan Raymond	Treasurer
Felecia Job	Secretary
Tina Ragen	Trustee
Ann Bradford	Trustee
Lynda Lopez	Trustee
Mark Malamud	Trustee