



California AfterSchool Network

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CONNECT. CONVENE. INSPIRE.

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## **Guidelines for Governance<sup>1</sup>** **Approved June 2017**

“Responsible boards<sup>2</sup> are competent stewards... Exceptional boards add active engagement and independent decision-making to the oversight function. Their members are open and honest with each other and the chief executive. They passionately challenge and support efforts in pursuit of the mission. The difference between responsible and exceptional boards lies in thoughtfulness and intentionality, action and engagement, knowledge and communication.”

- *The Source<sup>12</sup> Twelve Principles of Governance That Power Exceptional Boards* (Boardsource, 2005)

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<sup>1</sup> CAN’s Guidelines for Governance can be approved and amended by 2/3 vote of the quorum present at any standing meeting, meeting called for that purpose, or through a quorum of all members through an electronic vote.

<sup>2</sup> Note: The CAN Leadership Team is not a Board of Directors and does not have the fiduciary responsibilities of a non-profit board. CAN’s Fiscal Sponsor, the Foundation for California Community Colleges board of directors and officers are CAN’s fiduciaries.

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**The Purpose of the California Afterschool Network (CAN)** is to increase access to high-quality out-of-school time programs that support success for all children and youth.

**The Mission of the California AfterSchool Network** is to provide professionals, advocates, and community members the tools and resources necessary to build high-quality out-of-school time programs in California.

**The Vision of the California AfterSchool Network** is for California to boast an abundance of high-quality out-of-school time opportunities that enable children and youth to maximize their potential.

#### **Organizational Goals:**

- **CAN is of the field and for the field**, serving as a collaborative nexus for diverse out-of-school time stakeholders to collectively address significant field needs and advance emerging innovations.
- **CAN is a catalyst for quality**, building field knowledge, skills, and capacity by promoting a shared vision of quality, sharing promising practices, and advancing continuous quality improvement.
- **CAN is a one-stop communication hub** for all stakeholders, providing information on tools, data, resources, policies, and practices to advance high-quality out-of-school time programs.

#### **Anticipated Changes**

- Strong and diverse government, business, school, and community partnerships support out-of-school time programs for all children and youth.
- State and local policy decisions prioritize high-quality out-of-school time opportunities.
- Programs and staff have the resources and capacity to implement and continuously improve out-of-school time programs.
- Children and youth benefit from high-quality out-of-school time learning and enrichment opportunities, resulting in positive developmental, academic, and wellness outcomes and increased readiness for college, career, and civic life.

#### **We know that**

- All children and youth can achieve a high level of success when provided the opportunity.
- Out-of-school time programs improve academic, social, physical, and emotional development of children and youth.
- Out of school time programs help mitigate economic, educational, and health inequities in our communities.
- Supporting out-of-school time professionals with resources and professional development results in a strong out-of-school time workforce and continuous quality improvement of programs.
- The out-of-school time field is innovative, and innovation spreads when out-of-school time professionals come together to learn and share.
- Children and youth benefit from strong partnerships between educators, out-of-school time professionals, policy makers, community organizations, and families.

## Guiding Principles<sup>3</sup>: How the CAN Leadership Team works together

### **We support CAN's success**

We serve on behalf of the field to advance CAN's Mission, Vision, and Goals, and we support the organizational and fiscal integrity of CAN.

### **We act in service to the field**

We work in service to the field to address significant field need and advance innovation. We understand our work has urgency and impact beyond our individual positions or organizations.

### **We seek long-term solutions to complex issues**

We think before we act. We seek to create a shared understanding, eliminate ambiguity, explore complex issues and work toward systemic solutions that produce meaningful results.

### **We hold ourselves and each other accountable**

We closely monitor CAN's progress and hold each other to high expectations with compassion.

### **We are committed to Continuous Quality Improvement**

We reflect on successes, challenges, and progress toward goals. We celebrate our successes, address consequential issues, and work toward meaningful, attainable improvements.

### **We are adaptive and flexible**

We inform and support CAN's Mission, Vision, and Goals, and work; and we refocus, reframe, and innovate as field needs or conditions change.

### **We are collaborative**

We share information, resources, and responsibilities to achieve our collective aims through intentional relationship building.

### **We communicate authentically**

We engage in authentic dialogue and speak with candor. We are honest about issues, challenges, and conflicts, and surface them early for rapid resolution while being mindful of power, privilege, and equity.

### **We are respectful and supportive**

We maintain an environment of respect, emotional safety, and trust, and we support each other to achieve CAN's goals while learning and growing individually, and celebrating success.

### **We practice appreciative inquiry**

We honor and seek to learn from the diverse perspectives, knowledge, skills, and strengths of each team member. We assume positive intent, reserve judgment, and ask inquiring questions.

### **We have fun**

We share responsibility for a culture of engagement where we have a good time and experience joy in doing important work.

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<sup>3</sup> Approved June 15, 2017

## Participation in the California AfterSchool Network

There are three primary ways that out-of-school time stakeholders participate with the California AfterSchool Network. They are not mutually exclusive, and each carries specific levels of benefits and responsibilities.

### Subscribers

Network subscribers receive free access to information regarding current after school policy, funding opportunities, resources to build quality, as well as current after school news, events, and research. Subscribers also have full access to resources on the CAN Newsletter, social media, and website.

### Members

Network members actively participate in CAN Action Teams and Work Group activities. Members represent the voice of the field and inform Network staff regarding CAN's efforts to address out-of-school time issues and concerns, and work collectively to achieve specific objectives set forth in work plans. Members receive the benefits of subscribers as well as opportunities for networking, collaborative work plan implementation, and resource sharing around common areas of interest, and the incentives subsequently included in this document. .

### Leaders

Network Leaders are members of the CAN Leadership Team. Leaders apply to serve on the Leadership Team. The Leadership Development Committee makes recommendations on the selection of new Leaders based on the applications received. Leaders are selected by majority vote of the CAN Leadership Team.

## Structures of the California AfterSchool Network

### Leadership Team

The Leadership Team is the primary governing body of the California Afterschool Network. The Leadership Team includes at least 16, but no more than 20 CAN Leaders. The maximum number of Leaders includes Ex-officio Leaders.

#### Leadership Committees

CAN's Leadership Committees include the Finance Committee, Strategy Committee, and Leadership Development Committee. They are comprised of CAN Leaders and as committees of the CAN Leadership Team, they are responsible to the CAN Leadership Team.

### Action Teams

CAN's Action Teams (formerly known as Field Committees) focus on specific issue areas (e.g., Policy, Quality, Nutrition and Physical Activity, and STEM) within the Out-of-School Time field. Members of Action Teams establish and implement annual work plan objectives with input and approval from the CAN Strategy Committee. Continuation of Action Team work is subject to Strategy Committee and Leadership Team approval.

## **Work Groups**

Work groups of CAN for a specific, time-bound task, for example, the creation of the Quality Standards for Expanded Learning in California, or advising CAN's work regarding Site Coordinators.

## **Leadership Team Membership**

### **Leadership Team Membership**

The Leadership Team is the primary governing body of the California Afterschool Network. The Leadership Team includes at least 16, but no more than 20 CAN Leaders, including Ex-officio leaders. Leaders serve for up to two, three-year terms. CAN's Leadership Team consists of field stakeholders that guide all aspects of CAN's work including its strategy, procurement and use of resources, Leadership Team and Field Committee operations, as well as Executive Director support. Leaders serve on either a Standing Leadership Committee or Co-chair Action Teams or Work Groups. In order to ensure adequate participation in Standing Leadership Committees, only one Leader can Co-chair any given Action Team or Work Group unless otherwise specified by the CAN Leadership Team. While providing leadership over all aspects of CAN's work, Leaders do not hold the duty of a trustee.

### **Defining Ex-Officio Membership**

Ex-officio members are advisors to the Leadership Team. Ex-officio members are non-voting, and they are not eligible to co-chair the LT or serve on Leadership Committees. Examples of potential Ex-officio members of the Leadership Team include State Education Agency (SEA) partners and the liaison to the CAN Fiscal Sponsor (the Foundation for California Community Colleges).

### **Who CAN Leaders May Represent**

CAN Leaders are geographically, professionally, and culturally diverse representatives of a comprehensive and balanced cross section of organizations and sectors. Leaders may represent:

- Out-of-school time associations, intermediary organizations, and consortia.
- Out-of-school time professionals, providers and administrators
- Out-of-school time Technical Assistance (TA) providers
- K-12 agencies such as the California Department of Education (CDE), the California County Superintendents Educational Services Association (CCSESA), The Association of California School Administrators (ACSA), The California School Boards Association (CSBA), etc.
- Child Care organizations including the CDE's Early Education and Support Division (EESD), California Child Care Coalition, California Child Care Resource & Referral Network, California Child Care Coordinators Association, Child Care Law Center, etc.
- Law enforcement organizations
- Public health agencies
- Community Based Organizations and Non-Profit Organizations
- Institutes of higher education
- Parent organizations (e.g., state/local PTA)
- Out-of-school time and youth advocacy organizations
- Community development organizations
- Summer learning programs, camps, and camping associations

- City based youth programs and Parks and Recreation departments
- Non-government funded out-of-school time organizations
- Workforce development organizations and agencies
- Equity and social justice organizations
- Philanthropy

### **Leadership Team Commitment**

Leadership Team membership responsibilities and compensation is outlined in the Leadership Team Commitment Agreement, attached as **Appendix A**.

## **Selection, Terms, Resignation and Removal of CAN Leaders**

### **Selection**

Leaders apply for the opportunity to become Leaders through a Leadership-Team informed application process. CAN's Leadership Development Committee, a subset of the CAN Leadership Team, bears the primary responsibility of assessing the candidates and making recommendations to the Leadership Team regarding the selection of applicants. The Leadership Team has the ultimate responsibility and authority for approving the final slate of new Leaders. New Leaders are accepted to the CAN Leadership Team through a majority vote of the required quorum at any regular or special meeting of the Leadership Team called for that purpose. Leadership Team applications can be released as recommended by the Leadership Development Committee and determined by the Leadership Team. Typical selection processes may begin with an application release in January, with a selection process culminating by April, and new members welcomed at the June/July meeting of the Leadership Team.

### **Leadership Team Terms and Term Limits**

CAN Leadership Team terms are three years. Leaders are eligible, upon the recommendation of the Leadership Development Committee, to serve two consecutive terms, after which a Leader terms off of the Leadership Team. It is possible for individuals to re-apply for the CAN Leadership Team one year after their second term is complete. Terms loosely follow the fiscal year (July 1 – June 30). Terms begin during the Leaders first meeting in June/July and end on June 30<sup>th</sup> of the third year of their term.

### **Resignation**

Any Leader may resign at any time by notice in writing to the Leadership Team Co-chairs.

### **Removal**

Any Leader may be removed from office for conduct detrimental to the interest of the Network by a 2/3 vote of the required quorum at any regular or special meeting called for that purpose.

## Leadership Team Meeting Procedures

### Meetings

The CAN Leadership Team meets four times per year. At least three of CAN's meetings take place in person in diverse geographical locations throughout the state. Therefore, one Leadership Team meeting per year can be implemented virtually. Meeting timing is typically from 10am to 4pm.

### Defining a Quorum

In order for any voting decision to be made, a meeting must have a quorum. A quorum is defined as 50% of current members, plus one member present.

### Attendance

As outlined in the CAN Leadership Team Commitment Agreement, Leaders commit to attending 75% of all CAN meetings annually. CAN Leaders are the only individuals that can attend and vote at CAN Leadership Team meetings. Leaders are not eligible to send representatives in their place.

### Voting procedures

CAN seeks high levels of alignment and consensus in its decision-making. Technically, most Leadership Team decisions require a majority vote of the quorum present. The separation of CAN from its fiscal sponsor, selection of an Executive Director, and selection of Leadership Team Co-chairs, and amendment to CAN Governance requires a 2/3 vote of the required quorum at any regular or special meeting called for such purposes. Ex-officio Leaders do not vote but are free to offer input and advice during the voting process consistent with CAN's Conflict of Interest Policy.

Leadership Team Co-chairs determine the appropriate method and process for each scheduled vote. Voting and decision-making may be conducted during in-person and virtual meetings by assessing those in favor, those opposed, and those abstaining from a vote; offering a spectrum of agreement (e.g., whole-hearted endorsement, support with reservation, abstain, cannot support without further discussion, and serious disagreement); a silent ballot; or other method selected by Leadership Team Co-chairs. Voting between meetings may take place via telephone, live poll, or electronic survey.

## Structure and components of the California AfterSchool Network Leadership Team

The Leadership Team shall be the primary governing body, responsible for leadership, policy direction and coordination among the committees and Network participants. The Leadership Team consists of three standing “Leadership Committees.” These three Standing Leadership Committees include the Finance Committee, Strategy Committee, and Leadership Development Committees. Action Teams and Work Groups are not included in the structure of the CAN Leadership Team, but are an important part of CAN’s organizational and operational structure.

### CAN’s Organizational Structure



### Leadership Team Co-chairs

Leadership Team Co-chairs lead and facilitate the business of the Leadership Team; provide support, guidance, and oversight to the CAN Executive Director; and are the Liaison with CAN’s Fiscal Sponsor on legal, fiscal, personnel, and ethical issues. Co-chairs are eligible to, but not required to participate in Standing Leadership Committees and/or Action Teams and Work Groups.

Leadership Team Co-chairs are responsible for designing and facilitating quarterly Leadership Team meetings in collaboration with the CAN Executive Director. Co-chairs provide ongoing support and guidance to the CAN Executive Director on CAN operations, personnel matters, etc. Additionally, Co-chairs assist the Executive Director in annual goal-setting and performance review. They prepare the Executive Director’s annual performance review and make recommendations to the Leadership Team and Fiscal Sponsor regarding changes to the Executive Director salary. Leadership Team Co-chairs may prepare the Executive Director’s annual performance review with the support of an ad-hoc review committee.

### **Terms of Leadership Team Co-chairs**

CAN seeks staggered terms for Leadership Team Co-chairs to ensure continuity and ongoing stability of Leadership Team operations. The terms of Leadership Team Co-chairs mirror the terms of Leadership Team membership. Co-chairs are eligible to serve two consecutive three-year terms as Co-chair. Leadership Team Co-chairmanship ends when a Co-chairs Leadership Team term ends.

### **Nomination of Leadership Team Co-chairs**

It is the responsibility of the CAN Executive Director and Leadership Development Committee to ensure that a nomination process takes place in a timely manner to ensure that CAN always has at least two Co-chairs in place. CAN Leaders self-nominate and are elected by the CAN Leadership Team. CAN's Leadership Development Committee may make recommendations or inquiries with particular Leaders to assess their interest in self-nomination.

### **Election and removal of Leadership Team Co-chairs**

Leadership Team Co-chairs are elected or removed by a 2/3 vote of the CAN Leadership Team of the required quorum at any regular or special meeting called for that purpose. In the case that there are more nominees than available positions, CAN Leaders would vote anonymously and the candidate(s) with the most votes would assume the role of CAN Leadership Team Co-chair.

### **Leadership Team Co-chair Elect**

The Leadership Team can, but is not required to, maintain a Leadership Team Co-chair Elect position. The Co-chair Elect would serve a three-year term or term that matches the existing length of their Leadership Team term. The purpose of a chair-elect would be to work in a supportive role of the Leadership Team Co-chairs in preparation to assume the role of Leadership Team Co-chair should there be an unexpected transition of a Co-chair(s). It is possible that the Co-chair elect would assume a Leadership Team Co-chair position as part of a planned leadership transition.

## **Standing Leadership Committees**

Standing Leadership Committees are established and dissolved based on a 2/3 vote of the CAN Leadership Team. Per the Leadership Team Commitment agreement, Standing Leadership Committees are comprised of existing CAN Leaders. Each Standing Leadership Committee establishes its own annual work plan, meeting structure, and internal processes.

### **The Leadership Development Committee**

<b>Function/Purpose</b>	<b>Authority</b>
Ensures geographic, professional, and cultural diversity of the CAN Leadership Team. With input and guidance from the	Given authority and decision-making powers as it prescribed in a LT-approved Leadership Development Chart of Work and annual work

<p>Leadership Team, recruits, identifies, and vets qualified, committed Leadership Team candidates for Leadership Team recommendation and approval.</p> <p>Prepares and conducts Leadership Team orientations, and attends to the ongoing assessment and capacity building for CAN Leaders.</p>	<p>plan</p> <p>Makes recommendations to LT for membership diversity/rubric, and new member candidates for LT approval.</p> <p>Work with existing membership to ensure appropriate distribution of leaders in Leadership Committees, and to prescribe roles if necessary.</p>
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### The Finance Committee

Function/Purpose	Authority
<p>Reviews CAN’s financials produced by FCCC, budgets prepared by ED; makes recommendations for LT approval</p> <p>Oversight of CAN’s funding sources with ED—ensures grant requirements are met (reviews reports); vets for appropriateness of potential funding sources/opportunities and funding partnerships; informs CAN’s fund development strategy and implementation</p>	<p>Given decision-making powers as it prescribed in a LT-approved Finance Chart of Work and annual work plan</p> <p>Has authority from LT to monitor finances; LT to review and approve regular CAN finance reports. As finances venture off approved annual budget, goes to LT with suggestions for changes/mitigation and LT vote</p> <p>Has authority and decision-making to proceed with funding opportunities as long as they align with CAN’s Strategic Plan, mission and/or overarching fiscal year work plan. As funding opportunities venture off strategic plan/mission, goes to LT with recommendations and LT vote</p>

### The Strategy Committee

Function/Purpose	Authority
<p>Determines <b>process</b> for CAN’s long-term strategic plan and annual companion work plan. The entire Leadership Team decides CAN Strategic Plan and annual work plan <b>product</b></p> <p>Strategic Plan determines necessary Action Teams to do the work; drives/informs CAN’s annual budget and CAN staff workforce needed to get the work done.</p> <p>Monitors the progress of Action Teams.</p>	<p>Given authority and decision-making powers as it prescribed in a LT-approved Strategy Chart of Work and annual work plan</p> <p>Leadership Team approval for Strategic Plan, annual work plans for companion Field Committees.</p> <p>Makes recommendations to the Leadership Team</p>

## Action Teams and work groups

In addition to CAN's standing Leadership Committees, CAN engages field stakeholders through a variety of field-based Action Teams and Work Groups. Such efforts at stakeholder engagement in CAN's work supports CAN's goal of being "of the field and for the field." Each Action Team or Work Group defines its work independently with input and approval from the CAN Strategy Committee regarding alignment to the CAN Strategic Plan.

### **CAN Maintains Policy and Quality Action Teams<sup>4</sup>**

At minimum, CAN maintains Policy and Quality Action Teams. Each of these Action Teams determines its annual scope of work with input from the Strategy Committee of CAN.

### **Formation and dissolution of Action Teams and Working Groups**

Action Teams and Working Groups are established by a majority vote of the Leadership Team, typically upon the recommendation of the CAN Strategy Committee.

### **Action Team and Work Group Leadership**

Each Action Team is empowered to select its own Leaders. Work Group Leadership is determined and approved by the CAN Leadership Team. Each Action Team or Work Group is led by at-least two Co-chairs. Co-chairs of Work Groups serve for the term and timeline of Work Group efforts. Co-chairs of Action Teams serve a term of up to three years. CAN seeks to have staggered leadership transitions of Co-chairs to ensure continuity of Action Team efforts. Action Team and Work Group Co-chairs may resign at any time by notice in writing to the Leadership Team Co-chairs.

### **Action Team and Work Group Co-chair Responsibilities**

Co-chairs are the facilitators of Work Groups and Action Teams. Co-chairs create annual work plans with input from their members. They facilitate the work of the Action Team and/or Work Group, and work with CAN staff to monitor the progress of the overall Action Team/Work Group. Co-chair responsibilities include but may not be limited to:

- Participate in the recruitment and selection of members
- Create annual / multi-year Action Team or Work Group work plans, desired outcomes and work products, etc. Submit to Strategy Committee and update quarterly or as requested by the CAN Strategy Committee.
- Work collaboratively with CAN staff to monitor progress toward goals and objectives of the work plan.
- Work collaboratively with each other and CAN staff to design and implement effective meeting agendas
- Work collaboratively with CAN staff to ensure timely and regular communication is provided to Action Team and Work Group members.
- Collaborate with staff, co-chairs, and members to redefine committee work and adapt as necessary given new information, or changing field need or conditions.

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<sup>4</sup> 2017-18 Action Teams also include STEM, and Nutrition and Physical Activity Action Teams. 2017-19 Work Group includes a work group (to be named) to support CAN's Packard-funded efforts to support Site Coordinators.

- Ensure ongoing clarity of member roles and responsibilities and have discussions to re-focus members that are not meeting their commitments.
- Work collaboratively with CAN staff to provide quarterly updates to the CAN Strategy Committee and integrate Strategy Committee input and advice regarding stronger alignment with CAN's existing efforts and Strategic Plan into the Action Team or Work Group work plan.

### **Staff Responsibilities to support Action Teams and Work Groups**

Staff provide the logistical and personnel support necessary to implement meetings and move work forward under the advisement of members and Co-chairs. CAN Staff responsibilities include but are not be limited to:

- Assist in the implementation recruitment process. Provide logistical support such as communications, survey creation, etc.
- Maintain roster and contact list of membership
- Assist in the creation of documents such as Action Team / Work Group work plans.
- Implement Committee-related communications
- Assist in logistics such as scheduling Action Team and Work Group meetings, Co-chair planning meetings, etc.
- Attend meetings and bear primary responsibility for meeting documentation and providing timely summaries to work group Co-chairs and members.
- Provide logistical support to meeting implementation including location selection or hosting and monitoring the technology of virtual meetings.
- Assist in monitoring work plan progress and ensuring follow up with Co-chairs regarding next steps surfaced during meetings, etc. Assist LT Co-chairs in providing quarterly progress reports to the CAN Strategy Committee
- Notify Co-chairs regarding members of relevant issues pertaining to membership such as whether members are fulfilling the responsibilities they committed to in the Action Team or Work Group commitment agreement.
- Work collaboratively with Action Team or Work Group Co-chairs to provide ongoing, quarterly updates to the Strategy Committee, and integrate Strategy Committee and Leadership Team advice regarding stronger alignment with CAN's existing efforts and Strategic Plan into the Action Team or Work Group work plan.

### **Action Team and Work Group Membership**

Members sign up and are selected to participate in Action Teams and Work Groups. Members represent the brain trust to guide the work of Action Teams and Work Groups. Members also share responsibility for the implementation of Action Team and Work Group work plans. As such, they work independently, and collaboratively with other members and CAN staff to accomplish Action Team/Work Group goals and objectives.

#### Action Team membership

Action team members make a commitment to attend 66% (i.e. two out of every three) of all scheduled action team meetings, and commit effort to action team and work group efforts between meetings as defined by each action team or work group. Action team members commit to support a one-year work plan with specific objectives and are free to continue for

subsequent years without term limit. Members secure their commitment by signing an Action Team member commitment agreement that details the specific expectations of the Action Team they are joining.

#### Work Group Membership

Work group members commit to the timeline and term of the work group project. They commit to attending 75% of (i.e. three out of every four) meetings and commit effort to the goals of the work group in between meetings as defined by the work group, and approved by the CAN Strategy Committee. Members secure their commitment by signing a Work Group member commitment agreement that details the specific expectations of the Work Group they are joining.

#### **Action Team and Work Group Work Plans**

Each Action team and Work Group must create a work plan detailing their scope of work and specific, measurable, attainable, realistic objectives and timeline. To ensure alignment with CAN's Theory of Change and Strategic Plan, CAN's Strategy Committee provides input to, and approves Action Team and Work Group work plans.

Action Team work plans are annual plans designed to accomplish (a) focused and limited objective(s) directly correlated and aligned to CAN's Strategic Plan in one fiscal year. Action Teams are free to propose multi-year work plans to the CAN Strategy Committee. Work Group work plan timelines are dependent upon the objectives of the Work Group.

#### Approval of Action Team work plans

Work plans are submitted to the CAN Strategy Committee by Action Team Co-chairs. This submission should typically take place around May of the fiscal year prior to proposed implementation. The CAN Strategy Committee may provide recommendation and input to the proposed work plan in order to create stronger alignment to CAN's Theory of Change and Strategic Plan. The CAN Strategy Committee will submit recommendations to the CAN Leadership Team for a (in-person or electronic) vote. If submitted in May of the fiscal year prior to proposed implementation, Action Team Co-chairs may expect a Leadership Team vote on their work plan in conjunction with the new fiscal year.

#### Approval of Work Group Work Plans

Similarly, Work Groups submit their work plans to the CAN Strategy Committee for input regarding how the plan can have stronger alignment to CAN's Theory of Change and Strategic Plan. The CAN Strategy Committee will submit recommendations to the CAN Leadership Team for a (in-person or electronic) vote. Work Group Co-chairs may expect input from the Committee and approval from the Leadership Team within a 30-day period. Work Group work plan submissions are accepted at any time throughout the year depending on the timeline of the Work Group's objectives.

#### Monitoring of Action Team and Work Group Work Plans

Action Team and Work Group Co-chairs, and the CAN staff assigned to their work groups are responsible for providing quarterly updates to the Strategy Committee regarding progress toward goals, successes and challenges, key questions and areas for input.

### **Incentives for Action Team and Work Group participation**

Action Team and Work Group members have influence over the work products they support, are honored for their participation on the CAN website, are listed in any published work products they assisted in creating. Additionally, Action Team and Work Group members are offered a certificate of participation upon the fulfillment of their commitment.

### **Fiscal Resources supporting Action Teams and Work Groups**

Some Action Teams and Work Groups are established with funding associated with them. In the absence of earmarked fiscal resources, CAN may support specific requests from Action Team and Work Group Co-chairs. These requests are subject to available resources and CAN Finance Committee approval.

## **The Role of the Leadership Team in CAN Fund Development**

Fund development planning and implementation are a collaborative effort of CAN staff and Leaders. Participation in CAN's fund development is not a prerequisite for CAN Leadership, however there are multiple ways for CAN Leaders to contribute to CAN's fund development strategy including serving on CAN's Finance Committee. As part of their application process, CAN Leaders will indicate how they can or would like to participate in CAN fund development. The purpose of doing so is to address any potential conflict of interest and ensure diverse Leadership Team Membership. All CAN leaders shall recuse themselves from conversations regarding funding when such conversations represent a conflict of interest as outlined in the Conflict of Interest Policy.

### **Potential roles of CAN Leaders in Fund Development**

- Help Identify, and recommend potential funders/ donors that may support CAN's strategic direction.
- Make connections between CAN and potential funders and donors (e.g., email introduction).
- Cultivate a relationship between a funder/donor (e.g., actively pursue discussions with funders/donors) on behalf of CAN.
- Ask for a gift/grant/contract/donation on behalf of CAN.
- Thank and recognize potential and actual funders on behalf of CAN (e.g., make phone calls or write an email/letter to thank funders/donors/partners).

## CAN Conflict of Interest Policy

### Context

Leaders inform all aspects of CAN's strategies including sustainability and fund development. Because CAN is a representative agency of the field it is inevitable that at any given time CAN Leaders will represent agencies that have unique relationships with the same funders or partners that CAN may have or is considering a relationship with. CAN may have existing partnerships or be considering partnership with agencies Leaders represent, and agencies Leaders represent may also have their own unique partnerships. It is important that Leaders can actively and authentically participate on behalf of CAN in the context of diverse and interconnected funding streams and organizational relationships outside of the CAN Leadership Team.

### Purpose:

CAN's Conflict of Interest Policy exists to:

- Ensure that CAN will always have a diverse, field-representative Leadership Team in the context of multiple organizational funding relationships;
- Ensure and allow transparency between CAN staff and Leadership Team regarding CAN's finances and fund development strategies; and
- Ensure that Leadership Team members act in the best interest of CAN while participating in the role of CAN Leader in context of any and all organizational relationships outside of the CAN Leadership Team.

### **CAN Leadership Team Conflict of Interest Policy**

- Participation in CAN should not impact the existing relationship between any individual/organization and a given funder, donor, or partner.
- It is the responsibility of The Finance Committee, Leadership Team Co-chairs, and CAN staff to disclose to the Leadership Team which funding opportunities, donor relationships, or potential partnerships will be discussed during meetings and disclose to the Leadership Team any potential conflicts of interest.
- It is the responsibility of Leaders to disclose actual or potential conflicts of interest including whether the organization they represent has, or is considering a relationship with the same funder, donor, or partner for a similar purpose as CAN.
- It is the responsibility of the individual Leadership Team member and/or the Leadership Team and Co-chairs to determine whether an actual conflict of interest exists and whether the Leader should recuse themselves from discussion and voting pursuant to that funding opportunity, donor relationship, or partnership.
- All Leaders including Ex-Officio Members must recuse themselves, as they or the majority of Leadership Team members see necessary, from discussion and/or voting pursuant to sensitive topics related to their personal or organizational work as it pertains to CAN.
- CAN's Conflict of Interest Policy is reviewed annually by the CAN Leadership Team and revised as requested. Each year, CAN Leaders sign a document agreeing to participate as Leaders consistent with the CAN Conflict of Interest Policy.

## The role of the Fiscal Sponsor

The role of the Foundation for California Community Colleges, CAN's Fiscal Sponsor, is outlined in a detailed Memorandum of Understanding (MOU) is provided to the CAN Leadership Team as a separately attached document.

### Separation from the fiscal sponsor

Separation from the Foundation for California Community Colleges and establishing a new fiscal sponsor is possible upon a 2/3 vote of the Leadership Team.

### Establishing fiscal sponsor agreements

The CAN Executive Director may sign an MOU with a new fiscal sponsor or revised agreements with the existing Fiscal Sponsor upon a 2/3 vote of the quorum present at any standing Leadership Team meeting called for that purpose, or through a quorum of all members through an electronic vote

## The role of the CAN Executive Director

The CAN Executive Director provides support to the CAN Leadership Team and Leadership Committees. The Executive Director ensures CAN's Leaders have appropriate and timely information to guide decision-making. S/he manages CAN's personnel, is ultimately responsible for CAN's project management, budget management and ensures fulfillment of all CAN funded work and deliverables.

### Selection

A new CAN Executive Director is established by 2/3 of the required quorum at any regular or special meeting called for that purpose. The primary work of selecting a new CAN Leader can be conducted by CAN's Leadership Development Committee or an ad-hoc Executive Director Search Committee, who work in conjunction with CAN staff and the Foundation for California Community Colleges Human Resources Department to bring recommendations to the Leadership Team.

### Resignation

The Executive Director may resign at any time by notice in writing to the Leadership Team and to the Executive Director's employer, the Foundation for California Community Colleges. The Executive Director is an employee of the Foundation for California Community Colleges. The Foundation is an "at-will employer," which means that either the employee or the Foundation may terminate the employment relationship at any time.

### Removal

The Executive Director is an employee of the Foundation for California Community Colleges. The Foundation is an "at-will employer," which means that either the employee or the Foundation may terminate the employment relationship at any time. CAN's Leadership Team Co-chairs are the liaison between the Leadership Team and the Foundation regarding personnel issues. If determined by a 2/3 vote of the required quorum at any regular or special meeting called for that purpose, CAN Leadership Team Co-chairs may begin dialogue with the Foundation regarding removal of the Executive Director.



California AfterSchool Network

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## **Guidelines for Governance**

### **Appendix A:**

#### **CAN's Leadership Team Commitment Agreement**



## Leadership Team Commitment Agreement: Expectations & Responsibilities

### **Purpose:**

The purpose of this agreement is to define and develop a strong and mutually beneficial collaborative relationship between California AfterSchool Network (CAN) and its Leadership Team comprised of California's expanded learning time stakeholders and allies.

### **The Leadership Team oversees CANs programs and funding.**

It provides oversight of its programmatic work and its funding to ensure that it meets its mission and is operated effectively and in the best interests of its members, clients, funders, employees, fiscal sponsor and the community at large. The Leadership Team's responsibilities include strategic planning, budgeting, seeking funding, organizational operations and community relations. The governing board and officers of CAN's fiscal sponsor, the Foundation for California Community Colleges (FCCC), are CAN's fiduciaries. The relationship between CAN and the Foundation for California Community Colleges is outlined in a Memorandum of Understanding (MOU). CAN Leaders shall serve without compensation for their services. However, it is possible that Leaders may receive reimbursement for travel for Leadership Team meetings if they are unable to attend a meeting due to lack of travel reimbursement. In addition, Leaders are not precluded from serving the Network in other capacities, and receiving reasonable compensation for such services.

As a Leadership Team member, I commit and agree to the following Leadership Team functions and terms of engagement:

### **Leadership Team Functions & Engagement Terms**

#### **A. Leadership Team Meetings: Time & Effort**

- 1) Prepare for and review Leadership Team materials prior to meetings, participate in, and attend 75% of the quarterly Leadership Team meetings. If necessary, a Leadership Team member may require one excused absence per year. An unexcused absence will trigger communication from CAN for cause, meeting update and/or request in Leadership Team resignation as the case may be.
- 2) Respond to time-sensitive communications (within three business days) from the Executive Director or other Leadership Team Members either through email or phone, particularly when a vote is needed
- 3) Serve at least one 3-year term (with the opportunity for a second term)
- 4) Be willing to serve in leadership positions, undertake special assignments as needed, and/or actively participate on at least one of CAN's Standing Committees or as a Co-chair of a field committee.
- 5) Ask timely and substantive questions at Leadership Team and committee meetings while supporting the decisions on issues decided by the Leadership Team.
- 6) Suggest agenda items for Leadership Team, Standing or Ad Hoc committee meetings to ensure that significant ideas are addressed.
- 7) Dedicate an average of 4-8 hours a month to CAN related activities.
- 8) Participate consistently with the CAN Conflict of Interest Policy.

#### **B. Operational**

- 1) Financial Review and Management
  - Adopt an annual budget and *support the E.D.* to ensure that adequate financial and other resources are available *and aligned* to advance the CAN's vision, mission and goals

